

BERJAYA
BERJAYA SPORTS TOTO BERHAD
(Company No. 9109-K)

برجاي سפורتس توتو برحد
成功多多博彩有限公司



LAPORAN TAHUNAN
2011
ANNUAL REPORT



BERJAYA

The corporate logo comprises the word BERJAYA in gold and a symbol made up of closely interwoven Bs in rich cobalt blue with gold lining around the circumference and a gold dot in the centre.

BERJAYA means “success” in Bahasa Malaysia and reflects the success and Malaysian character of the Berjaya Corporation’s core businesses. The intertwining Bs of the symbol represent our strong foundations and the constant synergy taking place within the Berjaya Corporation group of companies. Each B faces a different direction, depicting the varied strengths of the companies that make up the Berjaya Corporation group of companies.

Our Mission and Vision

To generate consistently profitable returns for our shareholders from investments in core business activities:-

- By providing direction, financial resources and management support for each operating unit;
- Through establishing a major market presence for each activity;
- Through dynamic and innovative management, teamwork and a commitment to excellence.

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Corporate Profile

Berjaya Sports Toto Berhad ("BToto") was incorporated in 1969 as Unilite Electrical Industries Berhad. The Company changed its name to Far East Asset Berhad in 1987. On 31 October 1992, the Company completed its acquisition of the entire issued and paid-up share capital of 112,522,500 ordinary shares of 50 sen each in Sports Toto Malaysia Sdn Bhd ("Sports Toto") for a purchase consideration of RM600 million through an issue of RM390.97 million 9% nominal amount of RM1.00 Redeemable Convertible Unsecured Loan Stocks 1992/97 in the Company and the balance in cash of RM209.03 million. On 17 May 1993, the Company was renamed Berjaya Sports Toto Berhad.

The principal activities of the Group are:

- operations of Toto betting under Section 5 of the Pool Betting Act, 1967
- leasing of on-line lottery equipment; and
- manufacture and distribution of computerised lottery and voting systems

The history of Sports Toto began in 1969 when it was incorporated to run the Toto betting business. It was essentially the Government's effort to raise funds to promote and develop sports, youth and cultural activities.

Sports Toto was privatized in 1985 when its Chief Executive Officer, Tan Sri Dato' Seri Vincent Tan Chee Yioun, through his private company acquired 70% of the paid-up capital.

Sports Toto offers 6 games which are drawn 3 days in a week.

Internationally, BToto operates in the Philippines through its subsidiary Berjaya Philippines Inc. which is listed on the Philippine Stock Exchange. Its wholly owned subsidiary, Philippine Gaming Management Corporation supplies and maintains a computerized on-line lottery system and software support to Philippine Charity Sweepstakes Office in Luzon Island, Philippines. The lottery operation in Luzon, Philippines commenced in 1995 and currently offers 8 games at over 2,630 outlets.

In the USA, BToto's subsidiary, International Lottery & Totalizator Systems, Inc. ("ILTS") provides computerized wagering equipment and systems to the online lottery and pari-mutuel racing industries worldwide and voting jurisdictions in the USA.

On 3 June 2010, Dow Jones Indices announced the addition of BToto into the Dow Jones Emerging Markets Consumer Service Titan 30 Index.

The Group has a total employee strength of 945 as at 30 April 2011.

Sports Toto's financial growth over the past 25 years after its privatization in 1985 is highlighted below:

	30/4/11 (Million)		31/12/85 (Million)		25 Years' Annualised Increase (%)
	RM	US\$	RM	US\$	
Revenue	3,275.2	1,101.8	76.0	21.3	168.4
Pre-tax Profit	474.3	159.6	5.0	1.4	375.4
Equity Funds	206.0	69.3	1.0	0.3	820.0
Total Assets	1,223.7	411.7	12.7	3.6	381.4

Exchange rate : US\$1.00 : RM2.9725



Corporate Information



BOARD OF DIRECTORS

Chairman

Tan Sri Datuk Seri Utama Thong Yaw Hong

Chief Executive Officer

Dato' Robin Tan Yeong Ching

Executive Directors

Freddie Pang Hock Cheng
Chan Kien Sing
Rayvin Tan Yeong Sheik
Seow Swee Pin

Non-Executive Directors

Mohamed Saleh Bin Gomu
Datuk Robert Yong Kuen Loke
Dickson Tan Yong Loong

AUDIT COMMITTEE

Chairman/Independent Non-Executive Director

Tan Sri Datuk Seri Utama Thong Yaw Hong

Independent/Non-Executive Directors

Mohamed Saleh Bin Gomu
Datuk Robert Yong Kuen Loke

SECRETARIES

Su Swee Hong (MAICSA No: 0776729)
Tham Lai Heng, Michelle (MAICSA No: 7013702)

SHARE REGISTRAR

Berjaya Registration Services Sdn Bhd
Lot 06-03, Level 6, East Wing,
Berjaya Times Square,
No. 1 Jalan Imbi,
55100 Kuala Lumpur
Tel: 03-2145 0533
Fax: 03-2145 9702

AUDITORS

Ernst & Young
Chartered Accountants
Level 23A, Menara Milenium
Jalan Damanlela
Pusat Bandar Damansara
50490 Kuala Lumpur

REGISTERED OFFICE

Lot 13-01A, Level 13 (East Wing)
Berjaya Times Square
No. 1 Jalan Imbi
55100 Kuala Lumpur
Tel: 03-2149 1999
Fax: 03-2143 1685

PRINCIPAL BANKERS

Malayan Banking Berhad
CIMB Bank Berhad

STOCK EXCHANGE LISTING

Bursa Malaysia Securities Berhad Main Market

STOCK SHORT NAME

BJTOTO (1562)

PLACE OF INCORPORATION AND DOMICILE

Malaysia



TAN SRI DATUK SERI UTAMA THONG YAW HONG

81 years of age, Malaysian
Chairman
(Independent / Non-Executive Director)

He was appointed to the Board on 18 October 2001 as the Chairman. He graduated with a Bachelor of Arts (Hons) degree in Economics from University of Malaya, a Master's degree in Public Administration from Harvard University, as well as Advanced Management Program from Harvard Business School. In June 1998, he was appointed a Pro-Chancellor of University Putra Malaysia until his retirement in June 2006. In September 2006, he was conferred the Doctor of Economics (Honorary) from University Putra Malaysia.

He had a distinguished career with the Government of Malaysia, primarily in the fields of socio-economic development, planning and finance. He served in the Economic Planning Unit in the Prime Minister's Department since 1957 and became its Director-General from 1971 to 1978. From 1979 until his retirement in 1986, he served as the Secretary-General of the Ministry of Finance. He was responsible for setting up Sports Toto Malaysia Sdn Bhd in 1969 under the direction of the Government when he was overall in charge of the Economic Planning Unit in the Prime Minister's Department.

He also holds directorships in several public listed companies namely, Batu Kawan Berhad, Glenealy Plantations (Malaya) Berhad, Kuala Lumpur Kepong Berhad, Public Bank Berhad (Co-Chairman) and LPI Capital Berhad (Co-Chairman). His directorships in other public companies include Malaysian South-South Corporation Berhad, Public Islamic Bank Berhad, Public Investment Bank Berhad (Co-Chairman), Lonpac Insurance Berhad (Co-Chairman) and Public Mutual Berhad (Co-Chairman). He also serves as a member on the Board of Trustees of Program Pertukaran Fellowship Perdana Menteri Malaysia, Tun Razak Foundation, Yayasan Wah Seong and the Malaysian Institute of Economic Research, among others. He is a member of the National Economic Council and is also a Senior Member of the Working Group of the Executive Committee for the National Economic Council. Presently, he also serves as Senior Adviser of the Advisory Panel on Private and Public Sector Investment in the Economic Planning Unit of the Prime Minister's Department. Tan Sri Datuk Seri Utama Thong Yaw Hong is a Distinguished Fellow of the Institute of Strategic and International Studies (ISIS) Malaysia and is also a Fellow of the Institute of Bankers Malaysia.

Tan Sri Datuk Seri Utama Thong Yaw Hong is the Chairman of the Audit Committee, Remuneration Committee, Risk Management Committee and Nomination Committee of the Company.

Profile of Directors



DATO' ROBIN TAN YEONG CHING

37 years of age, Malaysian
Chief Executive Officer
(Non-Independent)

He was appointed to the Board on 21 February 1998 as an Executive Director and subsequently, was appointed as the Chief Executive Officer of the Company on 21 December 2006. He graduated with a Bachelor of Social Science Degree in Accounting/Law from the University of Southampton, United Kingdom, in 1995. He joined Berjaya Group Berhad in 1995 as an Executive and subsequently became the General Manager, Corporate Affairs in 1997.

Currently, he is the Chief Executive Officer of Berjaya Corporation Berhad and an Executive Director of Sports Toto Malaysia Sdn Bhd. He is the Executive Chairman of Berjaya Food Berhad and the Chairman of Berjaya Media Berhad, Sun Media Corporation Sdn Bhd and Informatics Education Ltd, Singapore. He is also a Director of Berjaya Sompoo Insurance Berhad, Berjaya Hills Berhad, Berjaya Golf Resort Berhad and KDE Recreation Berhad. He also holds directorships in several other private limited companies in the Berjaya Corporation group of companies.

His brother, Rayvin Tan Yeong Sheik and his cousin, Dickson Tan Yong Loong, are also members of the Board while his father, Tan Sri Dato' Seri Vincent Tan Chee Yioun is a major shareholder of the Company.

Dato' Robin Tan Yeong Ching is a member of the Remuneration Committee of the Company.



FREDDIE PANG HOCK CHENG

56 years of age, Malaysian
(Non-Independent/ Executive Director)

He was appointed to the Board on 1 December 1992. He began his career with a predecessor firm of Messrs Ernst & Young where he worked for seven years until 1982 during which he qualified for entry as a member of the Malaysian Institute of Certified Public Accountants. He is also a member of the Malaysian Institute of Accountants. Thereafter, he joined the Corporate Advisory Department of Malaysian International Merchant Bankers Berhad where he was actively involved in a wide variety of corporate exercises in an advisory capacity until his departure in 1990 to join Berjaya Group Berhad.

He is currently the Chairman of Intan Utilities Berhad, an Executive Director of Berjaya Corporation Berhad and a Director of Berjaya Group Berhad, Berjaya Vacation Club Berhad, TMC Life Sciences Berhad and Informatics Education Ltd, Singapore. He also holds directorships in several other private limited companies.



CHAN KIEN SING

55 years of age, Malaysian
(Non-Independent/ Executive Director)

He was appointed to the Board on 1 December 1992. He is a member of The Malaysian Institute of Certified Public Accountants and Malaysian Institute of Accountants. Having articulated with Messrs Peat Marwick Mitchell (now known as KPMG) from 1975 to 1981, he subsequently joined Arab-Malaysian Merchant Bank Berhad (now known as AmMerchant Bank Berhad) specialising in corporate finance until 1989 when he joined Berjaya Group Berhad.

Currently, he is an Executive Director of Berjaya Corporation Berhad and Berjaya Media Berhad. He is the Managing Director of Sun Media Corporation Sdn Bhd and the Chief Executive Officer of 7-Eleven Malaysia Sdn Bhd. He is also a Director of Berjaya Assets Berhad, Intan Utilities Berhad, Berjaya Capital Berhad, Berjaya Vacation Club Berhad, Berjaya Group Berhad, Berjaya Retail Berhad and International Lottery & Totalizator Systems, Inc. United States of America. He also sits on the Board of Cosway Corporation Limited, Hong Kong and holds directorships in several other private limited companies.



RAYVIN TAN YEONG SHEIK

32 years of age, Malaysian
(Non-Independent/ Executive Director)

He was appointed to the Board on 19 October 2006 as an Executive Director. He graduated with a Bachelor of Science (First Class Hons) degree in Accounting and Finance from the London School of Economics, United Kingdom, in 2000.

He joined the Berjaya Group of Companies in May 2001 and was subsequently appointed to the position of Executive Director of Berjaya Group Berhad in May 2002.

Currently, he is also an Executive Director of Berjaya Corporation Berhad and Cosway Corporation Limited, Hong Kong. He also holds directorships in Sports Toto Malaysia Sdn Bhd, Cosway (M) Sdn Bhd, International Lottery & Totalizator Systems Inc, United States of America and several other private limited companies.

His brother, Dato' Robin Tan Yeong Ching and his cousin, Dickson Tan Yong Loong, are also members of the Board while his father, Tan Sri Dato' Seri Vincent Tan Chee Yioun is a major shareholder of the Company.

Profile of Directors



SEOW SWEE PIN

54 years of age, Malaysian
(Non-Independent/ Executive Director)

He was appointed to the Board on 17 December 2007 as an Executive Director. He is a member of the Malaysian Institute of Certified Public Accountants, the Malaysian Institute of Accountants and Certified Practising Accountants, Australia. He has extensive working experience in auditing, accounting, financial management and corporate finance. He worked with Messrs Ernst & Young from 1976 to 1984 and was appointed as an Audit Manager in 1982. Between 1984 and 1990, he held senior management positions in several major public listed groups including Group Financial Controller of Island & Peninsular Berhad, Group Chief Accountant of Sime Darby Berhad and Group Chief Accountant of Lion Corporation Berhad. He joined Berjaya Land Berhad as General Manager (Finance) in 1991. In 1994, he was appointed as General Manager (Finance & Operations) of Sports Toto Malaysia Sdn Bhd and was subsequently promoted to Senior General Manager in 1996.

Currently, he is also an Executive Director of Sports Toto Malaysia Sdn Bhd and Chairman of Philippine Gaming Management Corporation. He is also a Director of Berjaya Philippines Inc. and several other private limited companies.

Seow Swee Pin is a member of the Risk Management Committee of the Company.



DICKSON TAN YONG LOONG

30 years of age, Malaysian
(Non-Independent/ Non-Executive)

He was appointed to the Board on 15 March 2011. He graduated with a Bachelor of Science (Honours) in Business Management from King's College, University of London, United Kingdom in 2002 and a Master of Science in Internal Auditing and Management from Cass Business School, City University, United Kingdom in 2003.

He started his career with CIMB Securities Sdn Bhd as an Equities Analyst in 2004 and joined Dijaya Corporation Berhad as Business Development Manager in 2005. He was appointed Business Development General Manager and Editor-In-Chief of "The Address" and "Directions" publications in 2006.

He is presently the Deputy Managing Director of Dijaya Corporation Berhad and he is currently overseeing group corporate strategy, planning and risk management. He is also a director of private corporations involved in manufacturing, services, media, leisure, retail, property development and property investment. He is affiliated with certain non-profit organisation, including as a member of the Kuala Lumpur Business Club and a member of the Malaysian Institute of Management.

He also holds directorships in Berjaya Corporation Berhad, Berjaya Land Berhad, Tropicana Golf & Country Resort Berhad and TT Resources Berhad.

His cousins, Dato' Robin Tan Yeong Ching and Rayvin Tan Yeong Sheik, are also members of the Board while his uncle, Tan Sri Dato' Seri Vincent Tan Chee Yioun is a major shareholder of the Company.



MOHAMED SALEH BIN GOMU

61 years of age, Malaysian
(Independent/ Non-Executive Director)

He was appointed to the Board on 22 December 1999 as an Independent Non-Executive Director. He joined Polis Diraja Malaysia (“PDRM”) as an Inspector in June 1970 and left for England to further his studies in 1981. He graduated with a Bachelor of Laws (Hons) Degree in 1982 and obtained a Certificate in Legal Practice in 1984. Upon graduation, he continued to serve PDRM in various capacities including as a Staff Officer in the Special Branch, Officer-in-charge of Prosecution (Lower Courts) Kuala Lumpur and Officer-in-charge of Brickfields Police District. Before his optional retirement in June 1992, he was Head of the INTERPOL/National Central Bureau Secretariat. Soon after his retirement, he went into private legal practice.

Mohamed Saleh Bin Gomu is a member of the Audit Committee, Nomination Committee, Remuneration Committee and Risk Management Committee of the Company.



DATUK ROBERT YONG KUEN LOKE

59 years of age, Malaysian
(Independent/ Non-Executive Director)

He was appointed to the Board on 1 December 1992. He is a Fellow member of The Institute of Chartered Accountants in England and Wales, The Association of Chartered Certified Accountants and a member of The Institute of Certified Public Accountants of Singapore and the Malaysian Institute of Accountants. He is also a Council Member of the Malaysian Institute of Certified Public Accountants and presently serves as a member of its executive committee. He has many years of working experience in the fields of accounting, audit, treasury and financial management. He started his career in London in 1973 and worked for more than five years in chartered accounting firms in London including two years with Moore Stephens & Co. Subsequently, he was with Price Waterhouse, Singapore from 1979 to 1982. From 1983 to 1986, he served as Group Finance Manager in UMW Holdings Berhad and Group Treasurer in Edaran Otomobil Nasional Bhd. He joined Berjaya Group of companies in 1987 until his retirement as Executive Director on 30 November 2007 and is currently an Independent Non-Executive Director of the Company.

He is also a Director of Berjaya Corporation Berhad, Berjaya Land Berhad and Berjaya Assets Berhad.

Datuk Robert Yong Kuen Loke is a member of the Audit Committee, Nomination Committee and Risk Management Committee of the Company.

Save as disclosed, none of the Directors have:-

1. any family relationship with any Director and/or major shareholder of the Company;
2. any conflict of interest with the Company; and
3. any convictions for offences within the past 10 years other than traffic offences.

Chairman's Statement

On behalf of the Board of Directors, I am pleased to present to you the Annual Report and Audited Financial Statements for the financial year ended 30 April 2011.

FINANCIAL RESULTS

For the financial year under review, the Group registered a revenue of RM3.43 billion, an increase of 1.2%, compared to RM3.39 billion in the previous financial year. The increase in revenue was mainly due to the higher revenue reported by its subsidiary company, Berjaya Philippines Inc group.

Group pre-tax profit decreased 7.3% to RM508.4 million as compared to RM548.2 million in the previous financial year mainly due to the impact from the increase in pool betting duty from 6% to 8% effective 1 June 2010 experienced by its principal subsidiary, Sports Toto Malaysia Sdn Bhd ("Sports Toto"). This impact was mitigated by the reduction in the Special Prize for 4-Digit Big game from RM200 to RM180 per RM1 bet with effect from 15 December 2010 as well as the increase in pre-tax profit reported by Berjaya Philippines Inc group.

DIVIDENDS

For the financial year ended 30 April 2011, the Company had declared and paid four interim dividends of an aggregate of 21 sen single tier exempt dividend. The total net dividend distribution in respect of the financial year ended 30 April 2011 was RM280.88 million representing about 80.3% of the Group's attributable profit for the year.

The dividend distribution is consistent with the Company's dividend policy of distributing at least 75% of its annual net earnings to shareholders. The Company will continue to maintain its 75% dividend payment policy subject to factors such as availability of distributable reserves and the Company's cash flow requirements.

CORPORATE DEVELOPMENTS

1. In October 2010, BToto was named top sectoral winner for the leisure category of the KPMG Shareholders Value Award 2010. The award ranked Malaysia's public listed companies according to shareholder value creation using the economic value management methodology. Shareholder value incorporates the three elements of corporate governance, shareholder returns and earnings generated.
2. On 6 December 2010, Berjaya Sports Toto Berhad ("BToto") announced that Sports Toto had obtained approval from the Ministry of Finance to revise the Special Prizes for its 4-Digit Big game from RM200 to RM180 per RM1 bet.

The Special Prizes for the 4-Digit Big permutation variant, 4D i-Perm Big, were revised proportionately. The revised prize structure took effect on 15 December 2010.
3. On 13 July 2011, BToto received The Edge Billion Ringgit Club Award 2011 for the Most Profitable Company reflecting its Return on Equity (ROE) over three years (2008-2010), under the trading and services sector.



Mr Vincent Seow, Executive Director of Berjaya Sports Toto Berhad, receiving The Edge Billion Ringgit Club Award from Dato' Seri Idris Jala, Minister in the Prime Minister's Department.



Mr Vincent Seow receiving the KPMG Shareholders Value Award 2010 from Dato' Yusli Mohamed Yusoff, CEO of Bursa Malaysia Berhad.

REVIEW OF OPERATIONS

Malaysia

For the financial year under review, Sports Toto recorded a revenue of RM3.275 billion, a slight increase from the previous year's revenue of RM3.263 billion. There were more common special draws compared to the previous financial year and this had an adverse impact on sales in the financial year under review.

Pre-tax profit decreased by 10.5% to RM474.3 million compared to RM530.2 million in the previous financial year. The decrease in the pre-tax profit was due to the impact from the increase in pool betting duty from 6% to 8% effective 1 June 2010. The impact, however, was mitigated by the reduction in the Special Prize for the 4-Digit Big game from RM200 to RM180 per RM1 bet with effect from 15 December 2010.

Supreme Toto 6/58 game, which was launched in March 2010, is currently the most popular game amongst Sports Toto's lotto-type games. The game has recorded two Jackpot strikes of RM47.83 million and RM47.84 million on 28 September 2010 and 16 April 2011 respectively. The record Jackpot of RM47.84 million was the highest ever Jackpot win in Malaysian history.

In June 2011, Sports Toto introduced a variant to the traditional Toto 4-Digit game with an inclusion of a Jackpot feature. Marketed under the name of Toto 4D Jackpot, the game offers a minimum upfront amount of RM2 million for Jackpot 1 whereas Jackpot 2 has a minimum guaranteed amount of RM100,000.

The Philippines

For the financial year under review, Berjaya Philippines Inc. ("BPI") reported a revenue of Peso 2.00 billion, an increase of 30.7% from the previous year's revenue of Peso 1.53 billion. BPI's pre-tax profit increased by 50.9%

to Peso 1.33 billion from Peso 883.27 million in the previous financial year. This was primarily due to the improved revenue from its principal subsidiary, Philippine Gaming Management Corporation ("PGMC") and additional revenue derived from its new subsidiary, Perdana Hotel Philippines Inc ("PHPI").

PGMC's revenue increased by 22.9% to Peso 1.88 billion from Peso 1.53 billion in the previous financial year mainly due to the launch of the Grandlotto 6/55 game in April 2011 with three draws a week. The record-high jackpot prize of Peso 741.18 million in November 2010 has led to increased sales as well as market awareness of this new game.

In October 2010 and May 2011, Philippine Charity Sweepstakes Office ("PCSO") increased the draw frequency for its EZ2 and 3-Digit games respectively to three times a day. This is expected to have a continuous positive response from its customers. As at end of the financial year under review, 3,232 terminals were installed in 2,633 outlets in Luzon compared to 2,854 terminals in 2,398 outlets in the preceding year, representing an increase of 13.2% in terminals to support PCSO's outlets expansion.



A Lotto outlet in the Philippines.



A Toto draw equipment.



Customers queuing at a Lotto booth in the Philippines.

Chairman's Statement

PHPI which operates the Berjaya Manila Hotel in Makati City, recorded a revenue of Peso 112.2 million with a pre-tax profit of Peso 6.1 million. Revenue from room sales and food & beverage sales are expected to improve as PHPI seeks to upgrade its facilities and embark on a more aggressive sales marketing effort.

The United States of America

For the year under review, International Lottery & Totalizator Systems, Inc. ("ILTS"), in its lottery business segment, secured a new contract to supply an online lottery system and terminals for the Ohwistha Community Lottery, for operations in the Kahnawà:ke Mohawk Territory, Montreal, Quebec, Canada. In other business developments, ILTS successfully installed and launched the new DataTrak system for Natural Avenue Sdn Bhd to replace the ILTS system originally installed in Sarawak, Malaysia. ILTS also delivered additional Intelimark FLX lottery terminals and associated services to PGMC. PGMC provides the ILTS DataTrak online lottery system and equipment to PCSO under an equipment lease contract. Additionally, ILTS generated revenue from the sales of its spare parts and support services.

For its voting business segment, ILTS's wholly-owned subsidiary, Unisyn Voting Solutions, Inc. ("Unisyn") continues to make inroads with several U.S. counties such as Jackson County in Missouri using its OpenElect® optical scan election products. The purchase of these systems directly followed Unisyn's success in receiving voting system certification from the State of Missouri for its OpenElect® suite of products. Unisyn continues to be the only company to receive the 2005 Voluntary Voting System Guidelines certification from the U.S. Election Assistance Commission for its OpenElect® suite of products.

Unisyn also, in tandem with Election Services Online, sold OpenElect® Voting Central Scan and OpenElect® Voting Optical Scan units, along with the software and related

services, to Hinds County in Mississippi for the county to run their absentee ballot operations in their elections. Unisyn is contracted to provide technical support to Los Angeles County, the largest voting jurisdiction in the U.S., and Jackson County. Moving forward, the OpenElect® products may offer the potential for business growth and prospects to ILTS.

ILTS is a supplier of secure processing systems and equipment to government-sanctioned lotteries, racing organizations and voting jurisdictions.

CORPORATE SOCIAL RESPONSIBILITY ("CSR")

During the year under review, Sports Toto continued to carry out a diverse range of CSR activities that are reflective of the company's business philosophy of giving back to the society in which it operates.

Charity

Contributing to the underprivileged, marginalized and needy is a vital part of Sports Toto's CSR objectives, as they are undoubtedly the most deserving of attention and assistance.

Throughout the years, the company has made it a point to bring cheer to the less fortunate and disadvantaged groups during festive occasions as the company believes that, everyone, regardless of social status or background, deserves a heart-warming time during festivities.

For the past 23 years, Sports Toto's Chinese New Year Ang Pow Donation Campaign has become a trademark and significant annual charity event. In January 2011, approximately 15,500 needy old folks in 41 cities and towns throughout the country received ang pows and hampers from Sports Toto during the campaign.



Unisyn's OpenElect® Voting Interface allows voters with disabilities to prepare their ballots independently and privately on election days.



Dato' Robin Tan together with Deputy Finance Minister, Dato' Donald Lim giving ang pows to senior citizens during the Chinese New Year Ang Pow Donation 2011.

Sports Toto also made similar festive donations during Hari Raya, Deepavali and Christmas. During the Ramadhan month, 150 orphans from Persatuan Anak-Anak Yatim Dan Ibu Tunggal Kampung Medan, Petaling Jaya and Pertubuhan Anak-Anak Yatim Miskin Daerah Kuala Langat, Banting, Selangor were treated to a fun-filled breaking-of-fast session. Sports Toto also organized two goodwill visits to Hospital Tengku Ampuan Rahimah, Klang and Hospital Sungai Buloh bringing cheer to 150 child patients. As for Deepavali celebrations, Sports Toto distributed festive goodies to 1,150 needy folks in four separate charity events in Klang, Kajang, Kuala Kubu Bharu and Rawang.

The company also initiated an early Christmas party at Kelab Darul Ehsan, Ampang, Kuala Lumpur for 100 underprivileged children from Rumah KIDS based in Klang and Petaling Jaya as well as 40 needy families living in the suburbs of Selangor.

Apart from the annual charity events, the company strives to make a difference in the lives of the less fortunate through various other initiatives.

The company collaborated with NTV7 in producing a 13-episode charity-themed program entitled 'Helping Hands' which provided needy families with necessary home repairs, medical provisions and other necessities to improve their living conditions. Sports Toto also launched the Sports Toto National Charity Convoy 2011 in aid of needy children from ten charitable organizations.

In addition, Sports Toto made contributions and donations to charitable organizations and welfare homes such as Sungai Buloh Leprosy Centre, Spastic Children's Association of Selangor and Federal Territory, Lions Club KL Metropolitan and many others.

In the Philippines, PGMC and PCSO jointly organised a program in January 2011 where about 200 children from an orphanage and the Child Cancer wards of a government hospital were treated to a meal at Papa John's restaurant in Metro Manila.

Sports

Sports Toto's association with sports has been consistent all these years. In line with the company's objectives since its inception, the company continued to provide support for the development of sports in our country.

Substantial annual financial contributions to the National Sports Council coupled with conscientious support for community sports activities driven by reputable sports associations, local councils and media partners are testament of the company's unremitting efforts in this respect.

During the year under review, Sports Toto was proud to be involved with the community through the sponsorship of numerous sporting events such as OCM-Sports Toto Outstanding Athletes of the Games Award, Seremban Half Marathon, Ipoh International Run, Penang Bridge International Marathon, KL-Maran Marathon, MPSJ 10KM Run, MBPJ Squash Open, Kuching Datuk Bandar Cup Basketball Championship, Negeri Sembilan Royal Sevens Rugby Tournament, Sin Chew Daily Basketball Championship, Malaysia Open Wheelchair Tennis Championship, DBKL Paralimpic Carnival, KL Dragons Professional Basketball Club, Kenny Rogers ROASTERS Chicken Run, Penang Pesta International Bowling Championship, Kiwanis Treasure Hunt, Queen's Baton Relay Fun Run, Bidor Half Marathon, Klang Patriotic Run, Asian Masters Road Race, International Sabah Open Darts Championship, Larian 1 Wilayah Menjuarai Transformasi and Sports Toto Trophy as well as netball, swimming and arm-wrestling competitions organized by the National Sports Complex.



Participants of the Asian Masters Road Race of which Sports Toto was a sponsor.



Chinese New Year Ang Pow Donation in Sibul, Sarawak.

Chairman's Statement

Popular entertainment and culture

Popular entertainment and culture is a great source of recreation for the community. Contributing towards this, Sports Toto presented Fiesta de Carnival, Sam Lee Promo Tour, Ice-cream4U Charity Concert, Superstars Jacky Cheung & Sammi Cheng Singing Competition, Power Music Extravaganza and Galaxie & Youth Carnival in Penang.

In the area of cultural promotion, Sports Toto continued to support Sarawak Nanyang Wushu Festival which showcased a host of activities including lion dances, martial arts and kung fu performances, Kuching Festival and Padawan Fest in Sarawak, Penang Chingay Parade as well as Penang National Lion & Dragon Dance Championship.

Environment

The environment has inexorably become a growing concern for all. During the financial year under review, Sports Toto played a part by embarking on mangrove trees planting along the riverbank in Kuala Selangor Nature Park, an initiative undertaken jointly with Malaysian Nature Society. Staff volunteers who took part in the exercise had a great learning experience about the importance of mangrove trees as part of the ecosystem.

Sports Toto also contributed in kind to the greening campaign organized by Kuala Lumpur City Hall (DBKL) where about 10,000 trees were planted around the Federal Territory of Kuala Lumpur.

Education

During the financial year under review, the company supported The Star's News-in-Education program by sponsoring 100,000 copies of *Step Up*, a 24-page education newspaper pull-out designed to boost English literacy and were distributed to 125 Chinese primary schools around the country.



Children from Rumah KIDS in Klang and Petaling Jaya as well as 40 needy families living in the suburbs of Selangor at a Christmas party at Kelab Darul Ehsan, Ampang, Selangor.

Sports Toto also supported an incentive program meant for students who excelled in the Sijil Pelajaran Malaysia ("SPM") examinations through Malaysia Nanban's SPM Achievers Awards 2010 from which hundreds of Indian students had benefitted.

Workplace

As part of staff welfare, Sports Toto's Sports Club actively organizes a variety of recreational activities such as birthday celebrations, festive gatherings and sports competitions to create an amiable workplace for its staff.

Group synergy

Besides having a comprehensive portfolio of CSR activities of its own, Sports Toto also supported CSR activities carried out at the Group level, by Berjaya Cares Foundation.

One very meaningful contribution to the Group during the year under review was during the celebration of the inaugural Berjaya Founder's Day in February 2011. The event was conceptualized by the Group to serve and engage the community for a common good cause in honour of Berjaya's founder, Tan Sri Dato' Seri Vincent Tan Chee Yioun for his philanthropic efforts over the years.

A two-month public donation campaign was carried out nationwide at all Sports Toto outlets and proceeds collected were channelled to Berjaya Cares Foundation for distribution to 25 selected non-governmental and charitable organizations.



Contribution to Sungai Buloh Leprosy Centre.



In support of a tree-planting campaign in the Federal Territories of Kuala Lumpur, Labuan and Putrajaya.

Apart from that, Sports Toto also participated in the fund raising carnival held at Berjaya Times Square on 26 February 2011 and selling of carnival coupons which helped to raise part of the RM1.6 million from this event.

Tan Sri Dato' Seri Vincent Tan matched every ringgit collected through the carnival bringing the total collection to RM3.2 million. In addition, Tan Sri Dato' Seri Vincent Tan personally, through his Better Malaysia Foundation, contributed another RM3.4 million to 5 other non-governmental and charitable organizations.

On a regular basis, Sports Toto also supported goodwill visits to charity homes as well as other CSR initiatives driven at the Group level.

FUTURE OUTLOOK AND PROSPECTS

The Malaysian economy grew by 4.4% in the first half of 2011 underpinned by healthy domestic demand and strong exports of commodity and resource-based products amid slower global growth. Inflation is projected to be around 3.5% in 2011 due to rising global commodity and food prices, geopolitical tensions in the Middle East and North Africa and reconstruction of Japan in the aftermath of the massive earthquake and tsunami. The gloomy economic condition of the United States and the European debt crisis is also a growing concern for the global economies. However, the domestic economy is expected to continue to grow in view of supportive government policy measures and the implementation of the Economic Transformation Programme.

Sports Toto expects its business to remain resilient and it will continue to ensure that its games remain relevant and exciting in order to achieve stronger growth in the current financial year.

In the Philippines, PGMC anticipates its sales revenue growth to remain healthy in the current financial year following the success of the Grandlotto 6/55 game coupled

with the increased draw frequencies of the EZ2 and 3-Digit games. As part of its on-going efforts, PGMC will continue to work closely with PCSO to monitor the sales and market acceptance of the new game as well as the promotion and marketing of all its lotto games. BPI's investment in Berjaya Manila Hotel is anticipated to contribute to its revenue.

Barring any unforeseen circumstances, the Board of Directors is optimistic that the performance of the Group for the financial year ending 30 April 2012 will continue to be good.

APPRECIATION

On behalf of the Board, I would like to express our thanks and sincere appreciation to Tan Sri Dato' Danny Tan Chee Sing, who resigned as Non-Executive Director of the Company, for his past contributions and support.

I would like to extend a warm welcome to Dickson Tan Yong Loong who joined the Board as Non-Executive Director on 15 March 2011.

Our deep appreciation goes out to the management, employees and agents for their commitment and dedication to their work throughout the year. To all our customers, shareholders, business associates, financiers and the government authorities, I thank them for their support and co-operation.

I would also like to thank my fellow colleagues on the Board for their guidance and active participation in the Board and look forward to their continued support.

Tan Sri Datuk Seri Utama Thong Yaw Hong

Chairman

19 August 2011



A Lotto draw in the Philippines.



A Sports Toto outlet.

主席报告

本人谨代表董事部，欣然向各位提呈截至2011年4月30日财政年的年度报告及经审计的财务报告。

业绩

在检讨中的财政年，本集团取得34亿3000万令吉的营收，比上一财政年的33亿9000万令吉增长了1.2%。营收的增长主要归功于本集团子公司菲律宾成功股份有限公司(Berjaya Philippines Inc) (“BPI”)呈报更高的营收。

集团的税前盈利则减至5亿零840万令吉，比上一财政年的5亿4820万令吉减少了7.3%，这主要是因为本集团的主要子公司多多博彩马来西亚私人有限公司(Sports Toto Malaysia Sdn Bhd) (“Sports Toto”)面对彩池税从2010年6月1日起由6%增至8%的冲击。然而，这项冲击已随着“多多万字大”游戏的特别奖奖金从2010年12月15日起由每1令吉投注赢得的200令吉减至180令吉，以及菲律宾成功股份有限公司 (“BPI”) 录得更高税前盈利得以缓和。

股息

本公司已在截至2011年4月30日的财政年四度宣布和派发单层次免税中期股息，股息总额为21仙。这么一来，截至2011年4月30日的净股息总额为2亿8088万令吉，相当于本集团可分派盈利的大约 80.3%。

以上派发的股息符合本公司的股息政策，即派发至少75%年度净利给股东们。本公司将延续其75%派息政策，惟胥视有无可分派储备金，以及本公司的现金流状况等因素而定。

企业发展

1. 在2010年10月，成功多多博彩有限公司获选为2010年KPMG股东价值奖的最佳领域优胜者(休闲组)。这个奖项是采用经济价值管理方法并根据股东价值创造来评估大马上市公司。股东价值涵盖三个元素，即企业监管，股东回酬和所得盈利。
2. 在2010年12月6日，本公司宣布多多博彩已获得财政部批准调整其“多多万字大”游戏的特别奖奖金，即从每1令吉投注赢得的200令吉减至180令吉。

“多多万字大”的另一个玩法-“多多万字全保大”(4Di-Perm Big)的特别奖也相应地调整。调整后的奖金结构已从2010年12月15日起生效。
3. 在2011年7月13日，成功多多博彩有限公司因在过去三年(2008至2010年)取得可观股本回酬率，而荣获2011年The Edge十亿元俱乐部奖最赚钱公司(贸易及服务组)殊荣。



多多开彩进行中。



多多开彩配备。



多多博彩销售站的销售员。

营业检讨

马来西亚

在检讨中的财政年，多多博彩取得32亿7500万令吉的营收，比上一年的32亿6300万令吉稍微增加。与上一财政年相比，共同特别开彩日的增加对检讨中的财政年的销售额造成不利影响。

税前盈利由上财政年的5亿3020万令吉下跌10.5%，至4亿7430万令吉。税前盈利降低的原因是彩池税从2010年6月1日起由6%增至8%。然而，这项冲击已随着“多多万字大”游戏的特别奖奖金从2010年12月15日起由每1令吉投注赢得200令吉减至180令吉而缓和。

在2010年3月推出的好运多多六合彩 (Supreme Toto 6/58) 是目前多多博彩多项乐多游戏当中最受欢迎的。此游戏分别在2010年9月28日和2011年4月16日派出4千783万令吉和4千784万令吉的积宝奖金。该4千784万令吉积宝奖金是马来西亚有史以来的最高纪录。

在2011年6月，多多博彩推出传统多多万字游戏的另一种包涵积宝特色的新玩法。该称为多多万字积宝的游戏保证派出积宝1至少200万令吉奖金和积宝2至少10万令吉奖金。

菲律宾

在检讨中的财政年，菲律宾成功股份有限公司("BPI")获得20亿比索的营收，比上一年的15亿3000万比索增加了30.7%。BPI的税前盈利则增至13亿3000万比索，比上财政年的8亿8327万比索激增50.9%。这主要归功于其主要子公司菲律宾博彩管理公司(Philippine Gaming Management Corporation)("PGMC")取得更高营收，以及其新子公司Perdana Hotel Philippines Inc ("PHPI")取得额外营收。

PGMC的营收增至18亿8000万比索，比上财政年的15亿3000万比索增长了22.9%，主要是因为该公司在2011年4月推出了每个星期开彩三次的Grandlotto 6/55六合彩游戏。它在2010年11月派出破纪录的7亿4118万比索积宝奖金，令此新游戏的销售额增加，并且提高它的市场知名度。



菲律宾的Lotto销售站。

在2010年10月和2011年5月，菲律宾慈善大彩办事处 (Philippine Charity Sweepstakes Office) ("PCSO") 分别增加其EZ2游戏和3-Digit游戏的开彩次数至每天三次，这预计将继续获得顾客的正面反应。截至检讨中的财政年底，吕宋岛的2,633间销售站已安装了3,232台终端机，比上一年于2,398间销售站共有2,854台终端机增加了13.2%，以支援PCSO的销售站扩展计划。

在马卡迪市经营成功马尼拉酒店的PHPI取得1亿1220万比索的营收和610万比索的税前盈利。来自客房和饮食业务的营收预料将改善，这是因为PHPI致力提升其设施，并将展开更积极的行销活动。

美国

在检讨中的财政年，International Lottery & Totalizator Systems, Inc. ("ILTS")的彩票业务获得一项新合约，即为加拿大魁北克省蒙特利儿的 Kahnawà:ke Mohawk 区运作的Ohwistha社区彩票公司提供线上彩票系统和终端机。至于其他业务发展方面，ILTS成功为Natural Avenue私人有限公司安装和推出新的DataTrak系统，以取代后者在马来西亚的砂拉越原有的ILTS系统。ILTS也为PGMC提供额外的Intelimark FLX彩票终端机和相关服务。PGMC则在一项配备租赁合同下提供ILTS DataTrak线上彩票系统和配备给PCSO。此外，ILTS通过售卖零件和提供支援服务而取得营收。

在投票业务方面，ILTS的独资子公司 Unisyn Voting Solutions, Inc. ("Unisyn")继续在美国好几个县取得进展，例如密苏里州的杰克孙县采用该公司的OpenElect®光学扫描选举产品。这些系统的交易是随着Unisyn之OpenElect®配套产品成功获得密苏里州的投票系统证书后而落实；Unisyn仍然是唯一一家公司通过其OpenElect®配套产品而获得美国选举援助委员会颁发2005自愿投票系统指南证书。

Unisyn也配合线上选举服务的实行而售卖OVCS和OpenElect®投票光学扫描产品，以及其软件和相关服务给密西西比州的Hinds县，以让该县能够在选举时进行缺席投票活动。Unisyn获得合约为洛杉矶县，即美国最大的选区，以及杰克孙县提供技术支援。展望未来，该OpenElect®产品将为ILTS带来业务成长潜能和前景。

ILTS乃是受政府承认的彩票、赛马机构和投票体制的安全处理系统及配备的供应商。



Unisyn 的 OpenElect® Voting Central Scan 是为计算某个选区的中央运作中心的提前投票，缺席者，临时和重算选票。

主席报告

企业社会责任

在检讨中的财政年内，多多博彩继续推行一系列多元化的企业社会责任活动。这些活动反映本公司取之社会，用之社会的营商理念。

慈善

捐助弱势群体、被边缘化和亟需者已成为多多博彩之企业社会责任活动之宗旨的重要一环，因为他们无疑是最需要关注和援助的一群。

多年以来，多多博彩不忘在佳节期间给不幸者带来欢乐，这是因为该公司相信，不论社会层次或背景，人人都应当享有佳节期间的温馨时光。

在过去23年，“多多博彩华人新年慈善施赠贫老”运动已成为本公司象征性及深具意义的年度善举。在2011年1月，全国各地41个城市和市镇的将近1万5500名贫老获得多多博彩派发红包和礼包。

多多博彩也在其他佳节如开斋节、屠妖节和圣诞节施赠贫老。在斋戒月期间，总共有150名来自八打灵再也 Kg. Medan 的 Persatuan Anak-Anak Yatim Dan Ibu Tunggal Kg Medan 及雪兰莪州万津的Pertubuhan Anak-Anak Yatim Miskin Daerah Kuala Langat的孤儿受邀出席一项充满乐趣的开斋聚会。多多博彩也访问巴生Tengku Ampuan Rahimah 医院和双溪毛糯医院，为这两家中央医院的150名儿童病患带来喜悦。屠妖节期间，多多博彩分别在巴生、加影、新古毛和万挠举行的慈善活动中赠送佳节礼物给1,150名亟需人士。

本公司也在吉隆坡安邦的 Darul Ehsan 俱乐部举办一场圣诞节慈善派对，即为来自巴生和八打灵再也Rumah KIDS 的100名弱势儿童，以及雪兰莪州乡区的40个亟需的家庭提前庆祝圣诞节。



“多多博彩爱心传递走透透2011”参与者骑脚踏车途经吉隆坡市中心为该活动造势。

除了以上年度慈善活动之外，该公司也致力通过其他活动来协助改善较为不幸人士的生活。

本公司与NTV7电视台携手合作，制作了长达13集，以慈善为主题的节目，名为“檐下温情Helping Hands”，向亟需的家庭伸出援手，例如修葺和重建家园，提供医药用品和其他必需品以改善他们的生活状况。多多博彩也推行“多多博彩|爱心传递走透透2011”慈善活动以援助来自十个慈善机构的弱势儿童。

此外，多多博彩也慷慨援助多家慈善机构和福利中心，如双溪毛糯麻风病院，雪兰莪及联邦直辖区痲儿童协会和KL Metropolitan狮子会等等。

在菲律宾，PGMC和PCSO携手合作于2011年1月举办一项活动，大约有200名来自一所孤儿院和一所政府医院的幼儿癌症病房的儿童受邀到马尼拉市中心的Papa John's餐厅聚餐。

体育

多多博彩多年来与体坛关系密切。秉持着公司的创立宗旨，本公司继续为我国的体育发展提供支助。

本公司每年拨出巨额款项捐助国家体育理事会，更热心赞助由体育团体、地方议会和媒体伙伴推行的社区体育活动。这见证了本公司不遗余力推行体育发展。

在检讨中的财政年，多多博彩以参与各项体育赞助活动为荣，例如大马奥理事会-多多博彩杰出奥运会运动员奖、芙蓉半程马拉松、怡保国际赛跑、檳城大桥国际马拉松、吉隆坡-马兰马拉松、梳邦再也市议会10公里赛跑、八打灵再也市议会壁球公开赛、古晋市长杯篮球锦标赛、森美兰州Royal Sevens 橄榄球锦标赛、星洲日报篮球锦标赛、大马轮椅网球公开锦标赛、隆市议会残奥嘉年华、吉隆坡猛龙职业篮球俱乐部、肯尼罗杰斯欢乐赛跑、檳城同乐会国际保龄球锦标赛、同济会寻宝竞赛、Queen's Baton Relay 欢乐赛跑、美罗半程马拉松、巴生爱国赛跑、Asian Masters 公路赛跑、沙巴州国际飞镖公开锦标赛、一个联邦直辖区转型赛跑和多多博彩杯以及国家体育馆举办的英式篮球、游泳和胳膊角力比赛。



文娱

文娱是备受社会人士欢迎的消遣。为在这方面作出贡献，多多博彩呈献缤纷庆典嘉年华、李圣杰巡回演唱会、买冰淇淋给你慈善演唱会、“张学友与郑秀文”全国歌唱大赛、多多博彩好歌动感音乐会和檳城的 Galaxie & Youth 嘉年华。

在推广文化方面，多多博彩继续支持以呈献一系列精彩舞狮、武术和功夫表演等的砂拉越国际南洋武术龙狮节。砂拉越的古晋节和巴达旺节、檳城的舞大旗游行，以及檳城的全国舞龙舞狮锦标赛。

环保

在大势所趋下，环保已成为大家日益关注的课题。在检讨中的财政年内，为尽一绵力，多多博彩参与瓜拉雪兰莪自然公园河滨一带的红树林种植计划。这是与大马自然学会携手推行的一项活动，参与这项活动的本公司自愿员工借此了解红树林作为生态系统一部分的重要性，并且获得极佳的学习体验。

多多博彩也为吉隆坡市政局举办的一项绿化运动贡献一份力量。这运动在吉隆坡联邦直辖区种植了大约1万棵树。

教育

在检讨中的财政年，该公司支持了《星报》的教育特刊计划，即赞助10万份的 *Step Up* 特刊。该特刊厚达24页，旨在提升英文读写能力，并分派给全国各地125所华文小学。

多多博彩也通过 Malaysia Nanban 2010 年马来西亚教育文凭考试成就奖，以奖励表现出色的学生。此奖项已让数以百计的印裔学生受惠。

职场

为了照顾员工的福利，多多博彩的体育俱乐部积极举办多类休闲活动，例如生日庆祝会、佳节聚会和体育竞赛等，以提供员工一个融洽的工作环境。



捐助美嘉园残缺中心。

集团协作

除了多多博彩内部的一系列多元化的企业社会责任活动之外，多多博彩也通过成功关怀基金会 (Berjaya Cares Foundation) 支持集团所推行的多项企业社会责任活动。

在检讨中的财政年，其中一项对集团非常有意义的贡献是在2011年2月举行的首届成功集团创办人日庆祝活动。这项由集团构思的盛会旨于奉献社群，及与社群共襄善举，并表扬成功集团创办人丹斯里拿督斯里陈志远多年来慷慨捐助慈善的努力。

配合这项运动，全国各地的多多博彩销售站皆展开一项为期两个月的全国性公众募款运动，所筹募的善款悉数注入成功关怀基金会以捐助25个特选的非政府和慈善机构。

除此之外，多多博彩也参与一项于2011年2月26日在成功时代广场举行的募款嘉年华，并通过售卖嘉年华购买券而协助筹获1百60万令吉义款。

丹斯里拿督斯里陈志远更以一元对一元方式献捐，使到该嘉年华筹获的义款总额达到3百20万令吉。此外，丹斯里拿督斯里陈志远也通过他本人设立的更美好马来西亚基金会 (Better Malaysia Foundation) 捐助额外3百40万令吉给另外5个非政府和慈善机构。

多多博彩也定期支持本集团所推动的慈善之家探访，以及其他企业社会责任活动。



吡叻州怡保的华人农历新年慈善施赠贫老活动。



成功集团创办人日嘉年华的多多博彩游戏摊位。

主席报告

未来展望及前景

尽管全球经济成长放缓，惟国内需求仍然健长，再加上强劲的原产品出口，因此大马经济在2011年上半年增长了4.4%。2011年的预测通货膨胀率约为3.5%，这都是全球原产品和粮食价格上涨、中东和北非的地域政治悬念，以及日本经历的大地震和海啸所致。全球经济体也越来越担忧美国的黯淡经济状况和欧洲的债务危机。尽管如此，国内经济预料将随着支援性的政府政策措施和经济转型计划的落实而继续成长。

多多博彩预测其业务将保持坚韧，并将继续确保其游戏合时宜和居吸引力，以便在现财政年取得更强劲的成长。

在菲律宾，随着Grandlotto 6/55六合彩游戏的成功推出，加上EZ2和3-Digit游戏的开奖次数增加，PGMC预测现财政年的营收成长将维持良好水平。配合其现行努力当中，PGMC将继续与PCSO密切合作，以监督新游戏的营业额和市场接受程度，及宣传和推广其所有乐多游戏。BPI在成功马尼拉酒店的投资预计可为其营收带来贡献。

在没有任何不可预见的状况下，董事部对本集团在截至2012年4月30日之财政年继续表现良好保持乐观。

感谢

本人谨代表董事部，向已卸任为本公司非执行董事的丹斯里拿督陈志成在过去作出的贡献和支持，表示衷心感谢。

本人也热烈欢迎陈永隆在2011年3月15日加入董事部担任非执行董事一职。

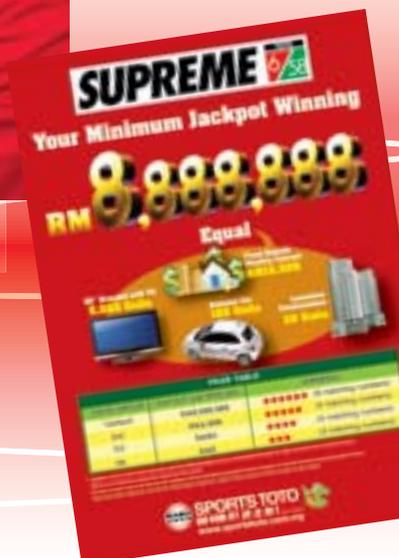
本公司深深感谢管理层、员工和代理们一整年来全力以赴献身工作。本公司也由衷感谢所有顾客、股东、商业伙伴、融资机构和政府机构所给予的支持与合作。

本人也要感谢诸位董事部成员不吝给予指导并且积极承担董事职务，并期望他们继续给予支持。

丹斯里拿督斯里乌达玛汤耀鸿
主席
2011年8月19日



多多开奖进行中。



Significant Events of the Year



1 Breaking-of-fast with children and single mothers from Persatuan Anak-Anak Yatim dan Ibu Tunggal Kampung Medan, Petaling Jaya and Pertubuhan Rumah Anak Yatim Miskin, Daerah Kuala Langat at Bukit Kiara Equestrian & Country Resort.

2 Contribution to the Negeri Sembilan Royal Sevens Rugby Tournament.

3 Deputy Minister of Plantation Industries and Commodities, Dato' G Palanivel distributing Sports Toto Deepavali gifts to needy folks in Kuala Kubu Baru.

4 Chinese New Year Ang Pow Donation 2011.

5 Sports Toto presented the Power Music Extravaganza with open-air musical roadshows at various cities nationwide.

6 Distribution of Deepavali gifts to needy folks in Kajang.

Significant Events of the Year



11



12



13



14



15



16

11 Dato' Robin Tan and children from Dignity for Children Foundation and Taman Megah Handicapped and Disabled Children's Home during the cheque presentation ceremony for Ice-cream4U Charity Concert 2010.

14 Contribution to the 6th International Sabah Open Darts Championship.

12 Sports Toto staff planting mangrove trees at Kuala Selangor Nature Park.

15 Contribution to Kuching Festival 2010.

13 One of Sports Toto's games booth at Berjaya Founder's Day carnival.

16 Sports Toto contributed RM9,000 worth of products for the Larian 1 Wilayah Menjuarai Transformasi.

Significant Events of the Year



20



21



22



23



24



25

20 Sports Toto contributed more than 1,000 t-shirts, caps and non-woven bags for the 240KM Kuala Lumpur-Maran Big Walk organised by Tamil Nesan.

21 Goodwill visit to the paediatric ward of Hospital Tengku Ampuan Rahimah, Klang.

22 Contribution to OCM-Sports Toto Outstanding Athletes of the Games Award.

23 Launch of the Sports Toto National Charity Convoy 2011 at Berjaya Times Square which reached out to more than 500 children nationwide.

24 Sports Toto sponsored RM80,000 towards The Star's News-In-Education in a bid to improve English language skills among Chinese school students.

25 Contribution to the Sin Chew Daily Basketball Championship.

Group Financial Summary

Description	2011 US\$'000	2011 RM'000	2010 RM'000	2009 RM'000
Revenue	1,154,993	3,433,216	3,392,810	3,695,686
Profit Before Tax	171,035	508,402	548,188	585,544
Profit For The Year	120,249	357,441	388,478	422,016
Non-controlling Interests	(2,583)	(7,680)	(4,974)	(8,462)
Profit Attributable To Owners of the Parent	117,666	349,761	383,504	413,554
Share Capital	45,451	135,103	135,103	135,103
Share Premium	–	–	–	207,431
8% Irredeemable Convertible Unsecured Loan Stocks 2002/2012 (“ICULS”) – Equity Component	–	–	–	–
Reserves	126,697	376,606	371,715	546,512
Equity Funds	172,148	511,709	506,818	889,046
Treasury Shares	(19,291)	(57,341)	(57,341)	(406,099)
Premium Over ICULS Bought Back	–	–	–	–
Net Equity Funds	152,857	454,368	449,477	482,947
Non-controlling Interests	7,981	23,723	15,074	15,959
Total Equity	160,838	478,091	464,551	498,906
Other Long Term Liabilities	816	2,423	2,513	1,308
Borrowings	–	–	305,000	124,247
Medium Term Notes	185,029	550,000	–	–
Deferred Liabilities/Income	–	–	37,202	37,147
Deferred Tax Liabilities	1,031	3,065	2,129	1,710
ICULS – Liability Component	–	–	–	–
Current Liabilities	138,849	412,729	420,189	451,156
Total Equity And Liabilities	486,563	1,446,308	1,231,584	1,114,474
Property, Plant & Equipment	45,719	135,900	96,701	101,067
Intangible Assets	216,235	642,757	643,986	618,358
Investments	38,270	113,759	100,921	86,534
Deferred Tax Assets	2,967	8,820	9,674	5,214
Long Term Receivable	–	–	–	–
Current Assets	183,372	545,072	380,302	303,301
Total Assets	486,563	1,446,308	1,231,584	1,114,474
Net Assets Per Share (Cents/Sen)	11.43	33.97	33.61	38.45
Net Earnings Per Share (Cents/Sen)	8.80	26.15	29.02	32.93
Gross Dividend Rate Per Share (Cents/Sen)	7	21	57.5 *	29
Net Dividend Amount (US\$'000/RM'000)	94,491	280,875	728,954 #	316,669

Notes:

Where additional shares are issued, the earnings per share are calculated on a weighted average number of shares.

Exchange rate : US\$1.00 : RM2.9725

* This figure includes a share dividend of 30.5 sen per share.

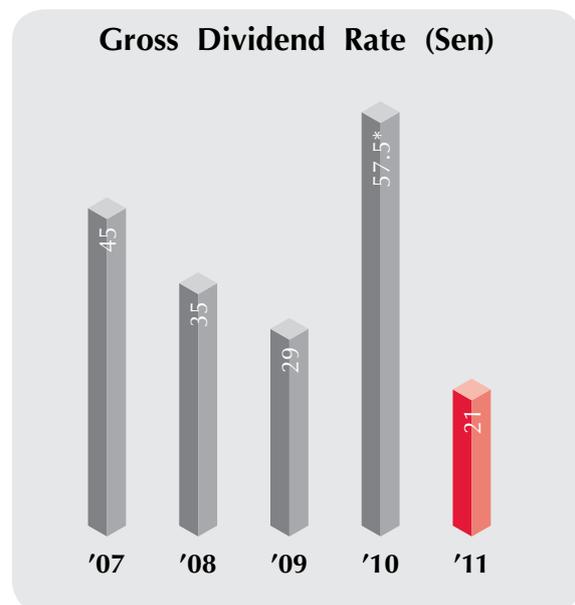
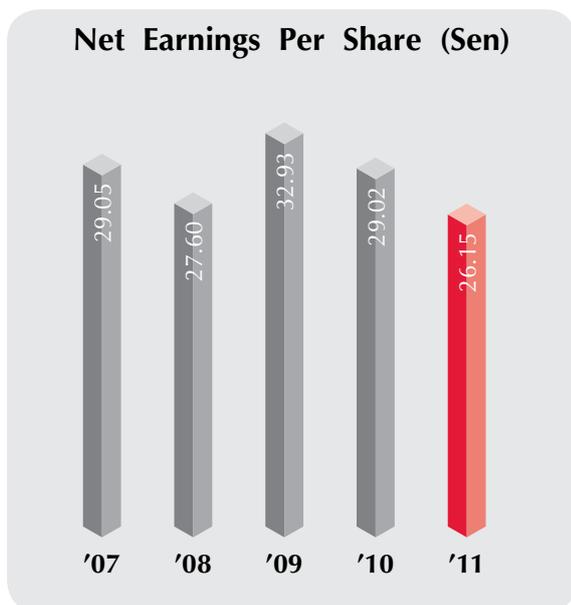
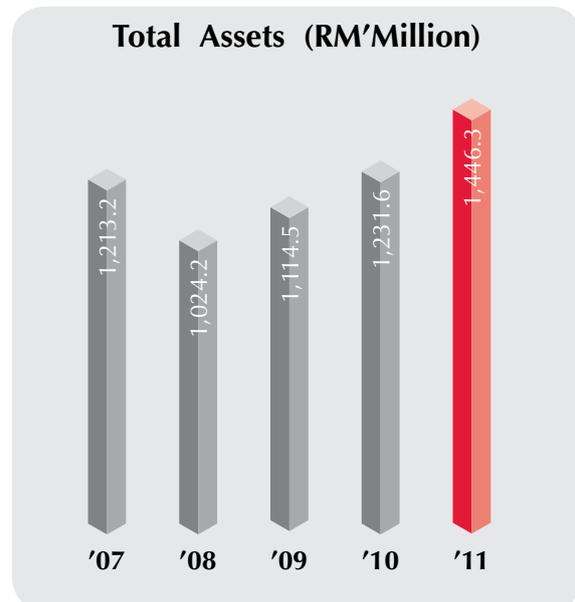
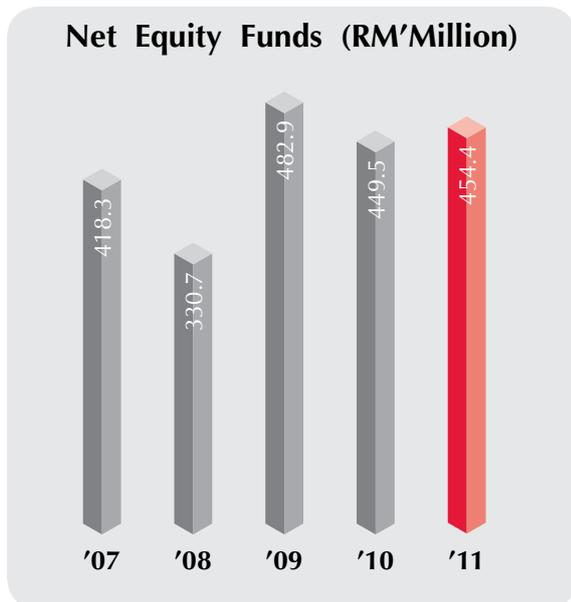
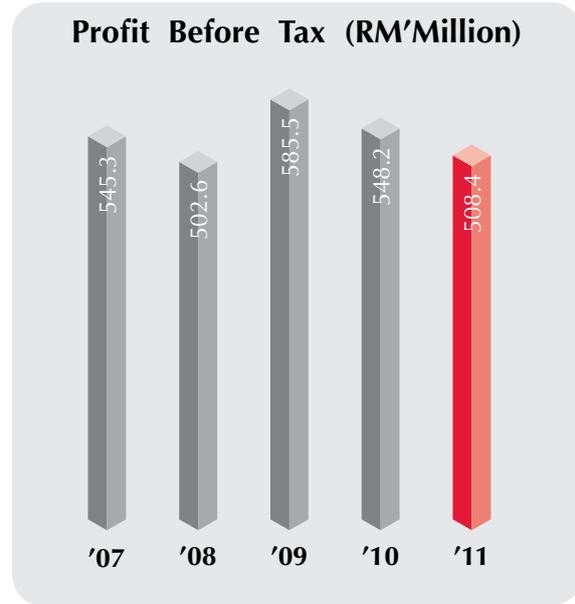
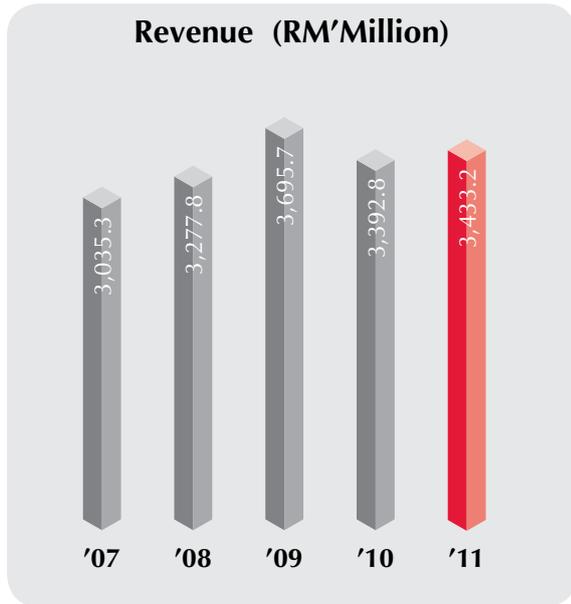
The dividend amount included share dividend based on treasury shares book cost of RM383.314 million.

^ This figure includes a special dividend of 170 sen per share.

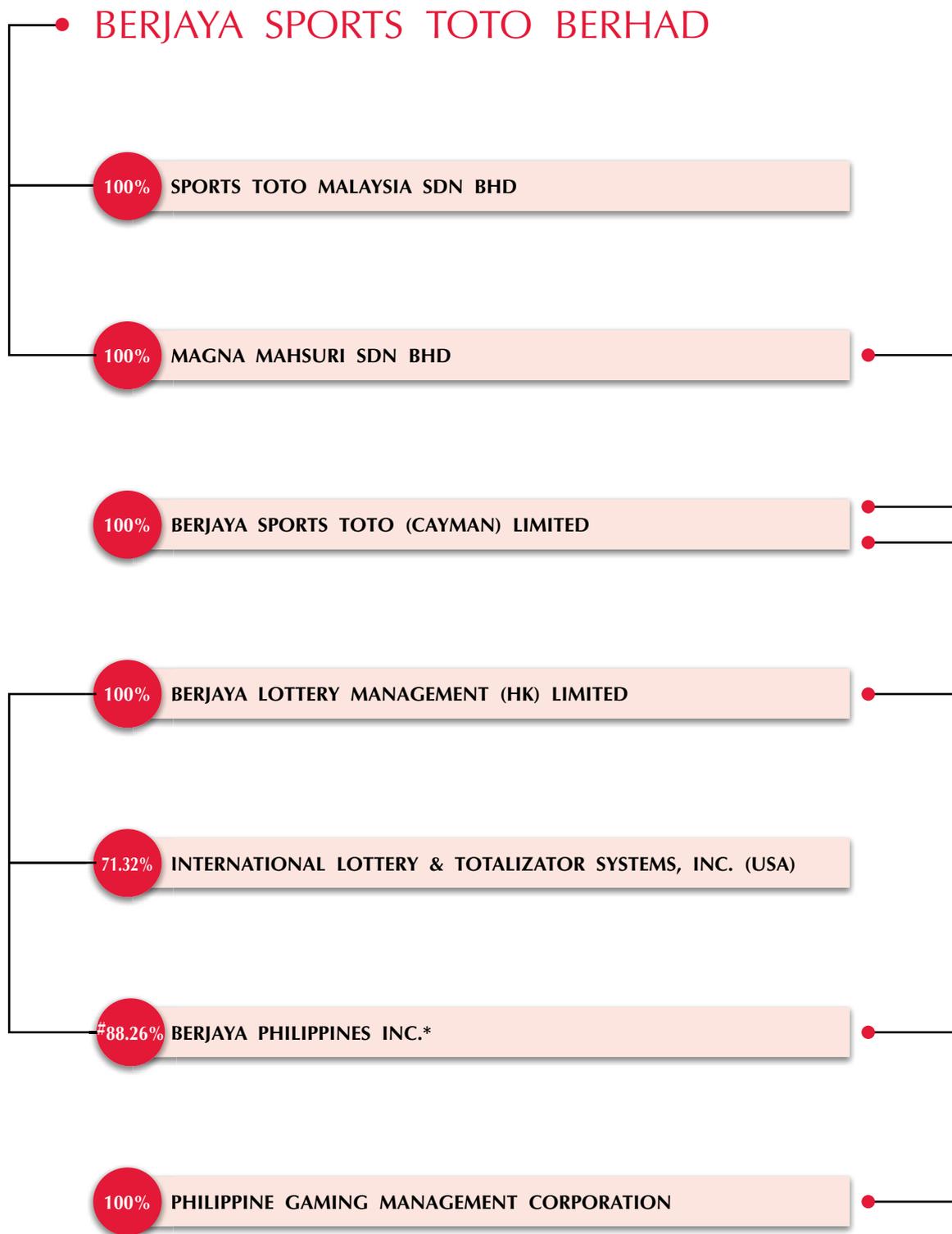
Group Financial Summary

2008 RM'000	2007 RM'000	2006 RM'000	2005 RM'000	2004 RM'000	2003 RM'000	2002 RM'000
3,277,797	3,035,288	2,938,322	2,670,206	2,477,296	2,205,646	2,294,343
502,627	545,332	571,914	487,497	437,989	393,583	426,235
358,749	382,526	467,314	329,463	297,232	261,842	292,670
(10,086)	(6,839)	(2,789)	(1,307)	(159,193)	(4,340)	10,830
348,663	375,687	464,525	328,156	138,039	257,502	303,500
135,103	135,103	675,515	1,212,105	1,037,588	801,315	584,878
207,431	207,431	336,904	296,411	261,607	192,817	144,180
–	–	–	52,296	133,134	240,702	–
394,241	356,990	463,891	443,458	366,719	579,248	1,224,696
736,775	699,524	1,476,310	2,004,270	1,799,048	1,814,082	1,953,754
(406,099)	(281,239)	(238,427)	(373,568)	(215,258)	(206,089)	(162,993)
–	–	–	(57,355)	(57,355)	(35,348)	–
330,676	418,285	1,237,883	1,573,347	1,526,435	1,572,645	1,790,761
23,244	10,179	10,306	7,429	8,485	(155,116)	(152,585)
353,920	428,464	1,248,189	1,580,776	1,534,920	1,417,529	1,638,176
1,004	774	895	2,223	1,858	1,816	475
262,686	360,000	472,500	–	–	–	–
–	–	–	–	–	–	–
34,992	46,639	33,784	32,364	31,528	31,117	30,903
2,473	3,400	2,378	17,059	11,889	7,488	3,652
–	–	–	18,394	116,865	248,966	–
369,113	373,958	325,332	229,399	423,173	349,292	419,193
1,024,188	1,213,235	2,083,078	1,880,215	2,120,233	2,056,208	2,092,399
97,653	92,132	72,224	72,777	79,453	115,086	123,732
618,425	617,810	607,995	609,422	619,768	612,801	642,141
86,779	81,427	67,542	71,882	85,250	14,719	19,894
858	1,468	969	407	243	159	–
–	–	–	3,393	3,504	–	–
220,473	420,398	1,334,348	1,122,334	1,332,015	1,313,443	1,306,632
1,024,188	1,213,235	2,083,078	1,880,215	2,120,233	2,056,208	2,092,399
26.33	32.66	95.6	134.2	139.3	173.8	320.6
27.60	29.05	37.9	32.6	16.3	39.9	54.5
35	45	51	45	28	208 ^	50
325,974	421,079	467,360	343,365	193,342	958,623	199,972

Group Financial Highlights



* This includes a share dividend of 30.5 sen per share.



* Listed company
Combined Interest

Audit Committee Report

The Board of Directors of Berjaya Sports Toto Berhad is pleased to present the report of the Audit Committee for the financial year ended 30 April 2011.

AUDIT COMMITTEE MEMBERS AND MEETING ATTENDANCES

The members of the Audit Committee comprises the following:-

Tan Sri Datuk Seri Utama Thong Yaw Hong – Chairman/Independent/ Non-Executive Director

Mohamed Saleh Bin Gomu – Independent/ Non-Executive Director

Datuk Robert Yong Kuen Loke – Independent/Non-Executive Director

The Audit Committee held five (5) meetings during the financial year ended 30 April 2011. The details of attendance of the Audit Committee members are as follows:-

Name	Attendance
Tan Sri Datuk Seri Utama Thong Yaw Hong	5/5
Mohamed Saleh Bin Gomu	5/5
Datuk Robert Yong Kuen Loke	5/5

The Senior Manager of Internal Audit of Sports Toto Malaysia Sdn Bhd and the Head of Group Accounts and Budgets were also invited to attend the audit committee meetings. The external auditors were also invited to attend two of these meetings.

SUMMARY OF ACTIVITIES OF THE AUDIT COMMITTEE

During the financial year ended 30 April 2011, the activities undertaken by the Audit Committee included the following:-

1. Reviewed the quarterly and year-to-date unaudited financial results before submission to the Board for consideration and approval;
2. Reviewed the external auditors' scope of work and audit plan for the year;
3. Reviewed and discussed the external auditors' audit report and areas of concern in the management letter thereof;
4. Assessed the adequacy and effectiveness of the system of internal control and accounting control procedures and the weaknesses of the Group's major subsidiary by reviewing the various internal audit reports and management's responses thereto and ensuring significant findings are adequately addressed by management;
5. Reviewed the related party transactions and the shareholders' circulars in relation to the recurrent related party transactions;
6. Reported to the Board on its activities and significant findings and results.

SUMMARY OF ACTIVITIES OF THE INTERNAL AUDIT FUNCTION

The primary function of Internal Audit Department is to assist the Audit Committee in discharging its duties and responsibilities. Their role is to provide the Committee with independent and objective reports on the state of internal controls of the operating units within the Group and the extent of compliance by such units with the Group's established policies and procedures.

Audit Committee Report

The internal audit function was principally carried out by the Internal Audit Department of Sports Toto Malaysia Sdn Bhd ("STMSB"), the major subsidiary of the Group which is involved in the gaming operations.

During the financial year ended 30 April 2011, the Internal Audit Department of STMSB carried out various audit assignments on STMSB. The areas audited included branch audit of company's sales offices, audit of Head Office operating departments, IT audit and software testing of on-line gaming systems. Internal audit reports were issued to the Audit Committee and the STMSB management, incorporating audit recommendations and management's responses with regard to any audit findings on the weaknesses in the systems and controls of the operation. The Internal Audit Department also followed up with management on the implementation of the agreed audit recommendations.

The total cost incurred for the internal audit function of the Company for the financial year ended 30 April 2011 was approximately RM560,000.

TERMS OF REFERENCE OF THE AUDIT COMMITTEE

1. Membership

The Committee shall be appointed by the Board from amongst the Directors and shall consist of not less than three members, all of whom shall be non-executive Directors. The majority of the Committee Members shall be Independent Directors and at least one member of the Committee must be a member of the Malaysian Institute of Accountants or possesses such other qualifications and/or experience as approved by the Bursa Malaysia Securities Berhad ("BMSB").

A quorum shall consist of two members and a majority of the members present must be Independent Directors.

If a member of the audit committee resigns, dies or for any other reason ceases to be a member with the result that the number of members is reduced to below three, the Board of Directors shall, within three months of that event, appoint such number of new members as may be required to make up the minimum number of three members.

2. Chairman

The Chairman of the Committee shall be an Independent Director appointed by the Board. He shall report on each meeting of the Committee to the Board.

3. Secretary

The Company Secretary shall be the Secretary of the Committee and shall be responsible, in conjunction with the Chairman, for drawing up the agenda and circulating it, supported by explanatory documentation to the Committee members prior to each meeting.

The Secretary shall also be responsible for keeping the minutes of meetings of the audit committee and circulating them to the Committee members and to the other members of the Board of Directors.

4. Frequency of Meetings

Meetings shall be held not less than four times a year and will normally be attended by the Director charged with the responsibilities of the Group's finance and Head of Internal Audit. The presence of external auditors will be requested if required and the external auditors may also request a meeting if they consider it necessary.

5. Authority

The Committee is authorised by the Board to investigate any activity within its terms of reference and shall have unrestricted access to both the internal and external auditors and to all employees of the Group. The Committee is also authorised by the Board to obtain external legal or other independent professional advice as necessary.

The Committee is also authorised to convene meetings with the external auditors, the internal auditors, or both, excluding the attendance of other directors and employees of the Group, whenever deemed necessary.

Audit Committee Report

6. Duties

The duties of the Committee shall be:-

- (a) To review and recommend the appointment of external auditors, the audit fee and any questions of resignation or dismissal including the nomination of person or persons as external auditors;
- (b) To discuss with the external auditors where necessary, on the nature and scope of audit and to ensure coordination of audit where more than one audit firm is involved;
- (c) To review the quarterly results and year end financial statements prior to the approval by the Board, focusing on:-
 - going concern assumption
 - compliance with applicable financial reporting standards and regulatory requirements
 - any changes in accounting policies and practices
 - significant issues arising from the audit
 - major judgemental areas
- (d) To prepare Audit Committee Report at the end of each financial year;
- (e) To discuss problems and reservations arising from the interim and final external audits, and any matters the external auditors may wish to discuss (in the absence of management, where necessary);
- (f) To review the external auditors' management letter and management's response;
- (g) To review any related party transaction and conflict of interest situation that may arise within the Company or Group including any transaction, procedure or course of conduct that raises questions of management integrity;
- (h) To do the following with regards to the internal audit function:-
 - review the adequacy of scope, functions, competency and resources of the internal audit department and that it has the necessary authority to carry out its work;
 - review internal audit programme;
 - ensure coordination of external audit with internal audit;
 - consider the major findings of internal audit investigations and management's response, and ensure that appropriate actions are taken on the recommendations of the internal audit function;
 - review any appraisal or assessment of the performance of the staff of the internal audit function;
 - approve any appointment or termination of senior staff member of the internal audit function;
 - inform itself of resignations of internal audit staff members and provide the resigning staff member an opportunity to submit his/her reason for resignation;
 - to monitor related party transactions entered into by the Company and its subsidiaries, and to ensure that the Directors report such transactions annually to shareholders via the annual report;
 - to review and monitor the effectiveness of internal control systems and to evaluate the systems with the external auditors;
- (i) To carry out such other responsibilities, functions or assignments as may be defined jointly by the Audit Committee and the Board of Directors from time to time;
- (j) In compliance with Paragraph 15.16 of the Main Market Listing Requirements of BMSB ("Main Listing Requirements"), where the Committee is of the view that a matter reported by it to the Board has not been satisfactorily resolved resulting in a breach of the Main Listing Requirements, the Committee must promptly report such matter to BMSB.

Statement on Corporate Governance

The Board of Directors ("Board") of Berjaya Sports Toto Berhad ("the Company") is committed to ensure an appropriate and sound system of corporate governance is being practised throughout the Group by supporting and implementing the prescribed principles and best practices set out in the Malaysian Code of Corporate Governance ("the Code").

The Board is pleased to provide the following statement which outlined how the Group had applied the principles laid down in the Code during the financial year ended 30 April 2011.

A) DIRECTORS

i) The Board

The Board of Directors of the Company is primarily responsible for the strategic direction of the Group.

The Board meets regularly on a quarterly basis with additional meetings being convened as necessary. For the financial year ended 30 April 2011, the Board met four (4) times. The record of attendance for the Directors who held office as at the end of the financial year is set out below:-

Directors	Attendance
Tan Sri Datuk Seri Utama Thong Yaw Hong #	4/4
Dato' Robin Tan Yeong Ching	4/4
Chan Kien Sing	4/4
Freddie Pang Hock Cheng	4/4
Rayvin Tan Yeong Sheik	3/4
Seow Swee Pin	4/4
Mohamed Saleh Bin Gomu #	4/4
Datuk Robert Yong Kuen Loke #	4/4
Dickson Tan Yong Loong (Appointed on 15 March 2011)	*

Denotes Independent Non-Executive Directors

* Dickson Tan Yong Loong was appointed as a Non-Independent Non-Executive Director of the Company on 15 March 2011. There was no Board meeting held subsequent to the date of his appointment.

In the intervals between Board meetings, any matters requiring urgent Board decisions or approvals will be sought via circular resolutions which are supported with all the relevant information and explanations required for an informed decision to be made.

ii) Board Balance

There are presently nine (9) Board members in Berjaya Sports Toto Berhad comprising:-

- The Chairman (who is Independent Non-Executive)
- The Chief Executive Officer
- Four Executive Directors
- One Non-Independent Non-Executive Director
- Two Independent Non-Executive Directors

The qualifications and experience of each of the Director are set out in the Directors' profile on Page 3 to Page 7 of the Annual Report.

The Board is satisfied with its current composition which comprises a balanced mix of skills, knowledge and experience in the business, professional and management fields and which are relevant to enable the Board to carry out its responsibilities in an effective and competent manner.

There is a clearly accepted division of responsibilities between the Chairman and Chief Executive Officer to ensure a balance of power and authority.

Statement on Corporate Governance

The Chairman is responsible for ensuring Board effectiveness and standards of conduct. He has authority over the agenda for each Board meeting to ensure that all Directors are provided with relevant information on a timely basis. The general agenda may include minutes of previous meetings of the Board and its sub-committees, quarterly financial results of the Group, issues requiring the Board's deliberation and approval, reports or briefings on operational and financial issues of major subsidiaries and other ad-hoc reportings.

The Chief Executive Officer has overall responsibility for the Group's business operations, organisational effectiveness and the implementation of Board policies and decisions.

Tan Sri Datuk Seri Utama Thong Yaw Hong has been identified as the Senior Independent Non-Executive Director of the Board to whom concerns may be conveyed.

iii) Supply of Information

All Directors have full and timely access to information concerning the Company and the Group. The Board papers and reports which include the Group's performance and major operational, financial and corporate information are distributed to the Directors in sufficient time prior to Board Meetings to enable Directors to obtain further clarifications and/or explanations, where necessary, in order to be properly briefed before the meeting.

All Directors have access to the advice and services of the Company Secretary and the senior Management staff in the Group. They may also obtain independent professional advice at the Company's expense in furtherance of their duties.

iv) Appointments to the Board

The Nomination Committee currently comprise the following members:-

Tan Sri Datuk Seri Utama Thong Yaw Hong - *Chairman/Senior Independent Director*

Mohamed Saleh Bin Gomu - *Independent/Non-Executive*

Datuk Robert Yong Kuen Loke - *Independent/Non-Executive*

The Nomination Committee is responsible amongst others, for reviewing the Board composition and making recommendations to the Board for appointments of new Directors by evaluating and assessing the suitability of candidates as Board member or Board Committee member. In making these recommendations, due consideration is given to the required mix of skills, knowledge, expertise and experience, professionalism and integrity that the proposed Directors shall bring to the Board.

v) Directors' Training

All the Directors have attended the Mandatory Accreditation Programme as prescribed by Bursa Malaysia Securities Berhad ("Bursa Securities").

The Directors are mindful that they should continually attend seminars and courses to keep abreast with the latest economic and corporate developments as well as new regulations and statutory requirements.

The Directors are also encouraged to evaluate their own training needs on a continuous basis and to determine the relevant programmes, seminars, briefings or dialogues available that would best enable them to enhance their knowledge and contributions to the Board.

During the financial year, the Directors had attended various training programmes and seminars, details of which are as follows:-

Statement on Corporate Governance

Director	Title of Programmes/ Seminars/Courses/ Forum
Tan Sri Datuk Seri Utama Thong Yaw Hong	<ul style="list-style-type: none"> - Talk on “Managing Risks on Mortgage Financing” - Audit Committee Institute Roundtable Discussion titled Going Forward: Risk & Reform - Implications for Audit Committee Oversight - FIDE Programme: Building Organisational Capability for Strategic Transformation by Professor Dave Ulrich - FIDE Specialised Board Programme: Building Audit Committee for Tomorrow by Mr David Brown - Briefing on Goods & Services Tax by the Chairman of the Tax Review Panel, Ministry of Finance and Customs Advisor - FIDE Programme: Post Mortem Meeting on FIDE Audit Committee Programme - FIDE Programme: Board Risk Management Committee - FIDE: Launch of “Performance Pays – Report on Financial Institutions Directors’ Remuneration” - SC-Bursa Corporate Governance Week 2010: Independent Directors - Actual Versus Perceived Independence - SC-Bursa Corporate Governance Week 2010: Views from the Boardroom - Challenges Directors’ Face - FIDE Programme: Board IT Governance and Risk Management - Breaking the Technology Code - Sustainability Programme for Corporate Malaysia - Plantation, Construction, Property & Hotel Industry Sector - International Corporate Governance Network Mid-Year Conference 2011 - Launch of Corporate Integrity Pledge - Sustainability Programme for Corporate Malaysia - Consumer Products, Finance, Technology & Closed End Funds Industry Sector
Dato’ Robin Tan Yeong Ching	<ul style="list-style-type: none"> - Seminar on Recent Changes to Financial Reporting Standards
Freddie Pang Hock Cheng	<ul style="list-style-type: none"> - Seminar on Recent Changes to Financial Reporting Standards - Sustainability Programme: Trading Services & Industrial Products
Chan Kien Sing	<ul style="list-style-type: none"> - Malaysian Media Conference 2010 - WAN - IFRA Asia Pacific Pte Ltd - CEO Conference - Seminar on Recent Changes to Financial Reporting Standards - Sustainability Programme: Trading Services & Industrial Products
Seow Swee Pin	<ul style="list-style-type: none"> - Goods and Services Tax (GST) seminar - Perdana Leadership Foundation’s CEO Forum - World Lottery Association 2010 Convention and Asia Pacific Lottery Association Conference – Brisbane - Seminar on Recent Changes to Financial Reporting Standards - IGaming Asia Congress Conference, Macau - Half Day Governance Program – “Assessing the Risk and Control Environment”

Statement on Corporate Governance

Director	Title of Programmes/ Seminars/Courses/ Forum
Mohamed Saleh Bin Gomu	<ul style="list-style-type: none">- Sustainability Programme: Trading Services & Industrial Products- Half day Governance Program - "Assessing The Risk and Control Environment"
Dickson Tan Yong Loong	<ul style="list-style-type: none">- Fireside chat with Dato' Paduka Timothy Ong, Chairman of Brunei Economic Development Board- ASEAN 100 Leadership Forum 2010
Datuk Robert Yong Kuen Loke	<ul style="list-style-type: none">- Goods & Services Tax Briefing- Corporate Governance Week 2010: Towards Corporate Governance Excellence- Seminar on Recent Changes to Financial Reporting Standards
Rayvin Tan Yeong Sheik	<p>Rayvin Tan Yeong Sheik was briefed by management on the business operations of the Group during the financial year ended 30 April 2011 and he also kept himself abreast with the latest developments on the various economic and business issues in the country and around the world through his extensive networking and the relevant reading materials.</p>

vi) Re-election of Directors

Any Director appointed during the year is required under the Company's Articles of Association, to retire and seek election by shareholders at the following Annual General Meeting ("AGM") immediately after their appointment. The Articles also requires that one-third of the Directors including the Managing Director, if any, to retire by rotation and seek re-election at each AGM and that each Director shall submit himself for re-election once every three years.

Pursuant to Section 129(6) of the Companies Act, 1965, a Director who is over seventy (70) years of age must retire at the AGM of the Company and may offer himself for re-appointment to hold office until the next AGM.

B) DIRECTORS' REMUNERATION

i) Remuneration Committee

The Remuneration Committee currently comprises the following members:-

Tan Sri Datuk Seri Utama Thong Yaw Hong - *Chairman/Independent Non-Executive*

Dato' Robin Tan Yeong Ching - *Non-Independent/Executive*

Mohamed Saleh Bin Gomu - *Independent/Non-Executive*

The primary function of the Remuneration Committee is to set up the policy framework and to recommend to the Board on all elements of the remuneration package of the Executive Directors. The determination of remuneration packages of non-executive Directors, including the non-executive Chairman, is a matter for the Board as a whole with the Directors concerned abstaining from deliberation and voting on decision in respect of his individual remuneration.

The fees payable to the Directors will be recommended by the Board for approval by shareholders at the AGM.

Statement on Corporate Governance

ii) Details of the Directors' Remuneration

The aggregate Directors' remuneration paid or payable to the Directors in office at the end of the financial year by the Company and the Group categorised into appropriate components for the financial year ended 30 April 2011 are as follows:-

	← Executive	Non-Executive RM'000	Total →
Fees	12	135	147
Benefits-in-kind	124	14	138
Salaries and other emoluments	5,406	496	5,902
Bonus	1,164	11	1,175
	6,706	656	7,362

The number of Directors of the Company in office at the end of the financial year and whose total remuneration from the Group falling within the respective band are as follows:-

	Number of Directors	
	Executive	Non-Executive
RM1 - RM50,000	–	1
RM200,001 – RM250,000	–	1
RM350,001– RM400,000	–	1
RM800,001 – RM850,000	1	–
RM1,000,001 – RM1,050,000	1	–
RM1,050,001 – RM1,100,000	1	–
RM1,300,001 – RM1,350,000	1	–
RM2,450,001 – RM2,500,000	1	–
	5	3

C) RELATIONS WITH SHAREHOLDERS AND INVESTORS

The Company recognises the importance of regular and timely dissemination of information to shareholders and investors of the Company via annual report and financial statements, circulars to shareholders, quarterly financial reports and the various announcements made during the year. These will enable the shareholders, investors and members of the public to have an overview of the Group's performance and operations.

The Group maintains a website at www.berjaya.com where shareholders as well as members of the public may access for the latest information on the Group. Alternatively, they may obtain the Company's latest announcements via the website of Bursa Malaysia Securities Berhad at www.bursamalaysia.com.

The Chief Executive Officer, Executive Directors and senior Management have periodical dialogues and briefings with existing and prospective investors and the analysts to enhance understanding of the Group's objectives and provide insight on the latest developments in the Group.

The AGM also provides an opportunity for the shareholders to seek and clarify any issues relevant to the Company. Shareholders are encouraged to meet and communicate with the Board at the AGM and to vote on all resolutions.

Statement on Corporate Governance

D) ACCOUNTABILITY AND AUDIT

i) Financial Reporting

The Directors aim to provide a balanced and meaningful assessment of the Group's financial performance and prospects, primarily through the annual report and quarterly financial statements.

The Directors are also responsible for ensuring the annual financial statements are prepared in accordance with the provisions of the Companies Act, 1965 and the applicable Financial Reporting Standards in Malaysia.

A statement by the Directors of their responsibilities in the preparation of financial statements is set out in the ensuing section.

ii) Statement of Directors' Responsibility in respect of the Financial Statements

Company Law requires the Directors to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the Company and of the Group and of the results and cash flows of the Company and of the Group for that period. In preparing those financial statements, the Directors are required to:-

- (a) select suitable accounting policies and then apply them consistently;
- (b) state whether applicable financial reporting standards have been followed, subject to any material departures being disclosed and explained in the financial statements;
- (c) make judgements and estimates that are reasonable and prudent; and
- (d) prepare the financial statements on a going concern basis unless it is inappropriate to presume that the Company will continue in business.

The Directors are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the Company and of the Group and which will enable them to ensure that the financial statements comply with the Companies Act, 1965. The Directors are also responsible for safeguarding the assets of the Group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

iii) Internal Control

The Board acknowledges that it is responsible for maintaining a sound system of internal controls, which provides reasonable assessment of effective and efficient operations, internal financial controls and compliance with laws and regulations as well as with internal procedures and guidelines. A statement on Internal Control of the Group is set out on Page 35 and Page 36 of the Annual Report.

iv) Relationship with the auditors

Through the Audit Committee, the Company has established a transparent and appropriate relationship with the Group's auditors, both internal and external. From time to time, the auditors highlight to the Audit Committee and the Board on matters that require the Board's attention.

In addition, the external auditors were invited to attend the Company's AGM in order to address clarifications sought pertaining to the Audited Financial Statements by shareholders.

E. COMPLIANCE WITH THE CODE

The Board is satisfied that the Company has, in all material aspects, complied with the best practices of the Code during the financial year ended 30 April 2011.

Statement on Internal Control

The Board of Directors of Berjaya Sports Toto Berhad (“BTOTO” or “the Group”) recognises that it is responsible for the Group’s system of internal control and for reviewing its adequacy and integrity. Notwithstanding that, in view of the limitations that are inherent in any system of internal control, the Group’s system can only provide reasonable but not absolute assurance against material misstatement or loss, as it is designed to manage rather than eliminate the risk of failure to achieve business objectives.

The Board’s primary objective and direction in managing the Group’s principal business risks are to enhance the Group’s ability to achieve its business objectives. In order to achieve these objectives, the Board has identified, evaluated and managed the significant risks being faced by the Group by monitoring the Group’s performance and profitability at its Board meetings. The management of the Group as a whole is assigned to the Executive Directors.

A Risk Management Committee (“RMC”) has been established by the Company with the intention to further enhance the Group’s system of internal control and be in line with the Malaysian Code of Corporate Governance. The RMC together with the audit committee are entrusted to ensure more effective and efficient identification, evaluation, management and reporting of the Group’s risks. During the financial year ended 30 April 2011, the RMC held 4 meetings to review the reports tabled by the Risk Management Working Committee (“RMWC”) consisting of all heads of departments of the principal subsidiary company. The RMC had evaluated and monitored the progress of any risk factors and internal control matters relating to the operations raised by the RMWC. The current members of the RMC are Tan Sri Datuk Seri Utama Thong Yaw Hong (Chairman), Mohamed Saleh bin Gomu, Datuk Robert Yong Kuen Loke and Seow Swee Pin.

The RMC terms of reference include, inter alia:

- To determine the overall risk management processes;
- To establish effectiveness of risk management process;
- To ensure that the strategic context of the risk management strategy is complete;
- To ensure that risk management processes are integrated into all core business processes;
- To establish risk reporting mechanism;
- To establish business benefits;
- To ensure that the short and long term risk management strategy, framework and methodology are implemented and consistently applied by all business units;
- To ensure alignment and coordination of assurance activity across the organization; and
- To act as steering committee for the group wide risk management programme.

The Board has assigned the Audit Committee with the duty of reviewing and monitoring the effectiveness of the Group’s system of internal control. The Audit Committee receives assurance reports from the internal auditors on findings from their visits to the operating units, as well as from the external auditors on areas for improvement identified during the course of their statutory audit. The Board reviews the minutes of the Audit Committee’s meetings. The Report of the Audit Committee is set out on pages 26 to 28 of the Annual Report.

The various scheduled management meetings and the review of financial and operations reports coupled with the ‘close to operations’ policy being practised by the Executive Directors and management provide the platform for timely identification of the Group’s risks and systems to manage those risks. The Executive Directors update the Board on any significant matters which require the latter’s attention.

Statement on Internal Control

The management of the Group's individual operating units is assigned to local management who are accountable for the conduct and performance of their businesses within the agreed business strategy. At Sports Toto Malaysia Sdn Bhd, the Group's principal subsidiary company, operations are divided into regions and areas due to dispersed locations of agents' outlets. Regional and area offices are staffed by experienced personnel to ensure that the operations of the outlets are well controlled and in line with the operating procedures. Similarly, the overseas operations, namely Berjaya Philippines Inc. group and International Lottery & Totalizator Systems, Inc. group are being managed by experienced personnel in their respective country offices. Regular reporting on performance of their businesses are provided to the Executive Directors of BTOTO who are assigned to manage the respective overseas operations. In addition, the Executive Directors in charge also made field visits to these overseas operations as well as to conduct periodic performance review meetings with the management personnel, thus ensuring the business plans and targets are met.

BTOTO's system of internal control comprise the following key features:

- Clear organisation structure with defined reporting lines;
- Capable workforce with clear job descriptions, and continuous training efforts;
- Monitoring mechanisms in the form of financial and operations reports, and scheduled management meetings;
- Formal employee appraisal system which enables appraisal of employees and rewarding employees based on performance;
- Formal operating and draw procedures which set out the expected standards for its operations;
- Surprise checks on agents to ensure compliance with the Group's policies and procedures;
- Physical security and systems access controls;
- Independent assurance on the system of internal control from regular internal audit visits;
- Business continuity planning; and
- Succession planning to ensure that key positions in the Group are always being held by capable employees who are well aware of the Group's risks, and operating policies and procedures.

The Board remains committed towards operating a sound system of internal control and therefore recognises that the system must continuously evolve to support the type of business and size of operations of the Group. As such, the Board, in striving for continuous improvement will put in place appropriate actions plans, when necessary, to further enhance the Group's system of internal control.

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Directors' Report

For the year ended 30 April 2011

The Directors have pleasure in presenting their report together with the audited financial statements of the Group and of the Company for the financial year ended 30 April 2011.

PRINCIPAL ACTIVITIES

The principal activities of the Company are investment holding and provision of management services to its subsidiary companies.

The principal activities of the Group are:

- operation of Toto betting under Section 5 of the Pool Betting Act, 1967;
- leasing of on-line lottery equipment;
- manufacture and distribution of computerised lottery and voting systems;
- property investment and development;
- operation of health and fitness centre;
- operation of hotel; and
- investment holding.

Details of the subsidiaries are disclosed in Note 4 to the financial statements.

There have been no significant changes in the nature of the above principal activities during the financial year.

RESULTS

	Group RM'000	Company RM'000
Profit for the year	357,441	463,098
Attributable to:		
Owners of the parent	349,761	463,098
Non-controlling interests	7,680	–
	357,441	463,098

There were no material transfers to or from reserves or provisions during the financial year other than those disclosed in the financial statements.

In the opinion of the Directors, the results of the Group and of the Company during the financial year were not substantially affected by any item, transaction or event of a material and unusual nature.

DIVIDENDS

The amount of dividends paid by the Company since 30 April 2010 were as follows:

RM'000

In respect of the financial year ended 30 April 2010
as reported in the Directors' Report of that year:

A second interim single tier exempt dividend of 8 sen per share on 1,337,500,000 ordinary shares with voting rights, paid on 16 July 2010	107,000
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In respect of the financial year ended 30 April 2011:

First interim single tier exempt dividend of 8 sen per share on 1,337,500,000 ordinary shares with voting rights, paid on 18 October 2010	107,000
--	---------

Second interim single tier exempt dividend of 4 sen per share on 1,337,500,000 ordinary shares with voting rights, paid on 28 January 2011	53,500
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Third interim single tier exempt dividend of 6 sen per share on 1,337,500,000 ordinary shares with voting rights, paid on 10 May 2011	80,250
--	--------

240,750

The Directors declared and approved on 20 June 2011:

A fourth interim single tier exempt dividend of 3 sen per share
on 1,337,500,000 ordinary shares with voting rights, paid on
20 July 2011 in respect of financial year ended 30 April 2011

40,125*

* The financial statements for the current financial year do not reflect this dividend. This dividend will be accounted for in the shareholders' equity as an appropriation of retained earnings in the financial year ending 30 April 2012.

The Directors do not recommend the payment of a final dividend in respect of the current financial year.

DIRECTORS

The Directors of the Company in office since the date of the last report and at the date of this report are:

Tan Sri Datuk Seri Utama Thong Yaw Hong

Dato' Robin Tan Yeong Ching

Seow Swee Pin

Chan Kien Sing

Freddie Pang Hock Cheng

Rayvin Tan Yeong Sheik

Datuk Robert Yong Kuen Loke

Mohamed Saleh Bin Gomu

Dickson Tan Yong Loong

(Appointed on 15 March 2011)

Tan Sri Dato' Tan Chee Sing

(Resigned on 15 March 2011)

Directors' Report

For the year ended 30 April 2011

DIRECTORS' BENEFITS

Neither at the end of the financial year, nor at any time during that year, did there subsist any arrangement to which the Company was a party, whereby the Directors might acquire benefits by means of the acquisition of shares in or debentures of the Company or any other body corporate.

Since the end of the previous financial year, no Director has received or become entitled to receive a benefit (other than benefits included in the aggregate amount of emoluments received or due and receivable by the Directors or the fixed salary of a full time employee of the Company as shown in Note 30 to the financial statements) by reason of a contract made by the Company or a related corporation with any Director or with a firm of which the Director is a member, or with a company in which the Director has a substantial financial interest except as disclosed in Note 40 to the financial statements.

DIRECTORS' INTERESTS

According to the register of directors' shareholdings, the interests of Directors in office at the end of the financial year in shares and debentures in the Company and its related corporations during the financial year were as follows:

The Company

Berjaya Sports Toto Berhad

	Number of ordinary shares of RM0.10 each			
	At 1.5.10	Acquired	Disposed	At 30.4.11
Tan Sri Datuk Seri Utama Thong Yaw Hong	577,500	–	–	577,500
	217,500 *	32,500	–	250,000 *
	327,856 ^	–	–	327,856 ^
Dato' Robin Tan Yeong Ching	828,000	–	–	828,000
Rayvin Tan Yeong Sheik	165,000	49,000	–	214,000
Chan Kien Sing	3,428	–	–	3,428
Freddie Pang Hock Cheng	390,000	–	–	390,000
	162,066 ^	–	–	162,066 ^
Seow Swee Pin	43,500	–	–	43,500
	7,500 ^	–	–	7,500 ^
Datuk Robert Yong Kuen Loke	1,956,857	–	–	1,956,857

Penultimate Holding Company

Berjaya Land Berhad ("BLB")

	Number of ordinary shares of RM0.50 each			
	At 1.5.10	Acquired	Disposed	At 30.4.11
Tan Sri Datuk Seri Utama Thong Yaw Hong	43,750	131,250 #	–	175,000
	285,000 *	855,000 #	–	1,140,000 *
	96,250 ^	488,750 #	–	585,000 ^
Dato' Robin Tan Yeong Ching	150,000	450,000 #	–	600,000
Freddie Pang Hock Cheng	40,000	120,000 #	–	160,000
	1,000 ^	3,000 #	–	4,000 ^
Datuk Robert Yong Kuen Loke	90,000	270,808 #	–	360,808

DIRECTORS' INTERESTS (CONT'D.)

**Ultimate Holding Company
Berjaya Corporation Berhad ("BCorp")**

	Number of ordinary shares of RM1.00 each			
	At 1.5.10	Acquired	Disposed	At 30.4.11
Tan Sri Datuk Seri Utama Thong Yaw Hong	156,794	–	–	156,794
	299,405 *	–	–	299,405 *
	25,000 ^	180,000	–	205,000 ^
Dato' Robin Tan Yeong Ching	722,847	–	–	722,847
	5,000 ^	–	–	5,000 ^
Rayvin Tan Yeong Sheik	316,000	–	–	316,000
Chan Kien Sing	47,688	–	–	47,688
Freddie Pang Hock Cheng	217,388	–	–	217,388
	143,300 ^	–	–	143,300 ^
Datuk Robert Yong Kuen Loke	1,020,548	–	–	1,020,548

	Number of RM0.50 nominal value of 0% Irredeemable Convertible Unsecured Loan Stocks 2005/2015			
	At 1.5.10	Acquired	Converted	At 30.4.11
Dato' Robin Tan Yeong Ching	–	300,000 *	–	300,000 *
Rayvin Tan Yeong Sheik	–	385,000	–	385,000
Datuk Robert Yong Kuen Loke	741	–	–	741

**Related Companies
Cosway Corporation Limited**

	Number of ordinary shares of HKD0.20 each			
	At 1.5.10	Acquired	Disposed	At 30.4.11
Dato' Robin Tan Yeong Ching	–	1,300,000 ^	–	1,300,000 ^
Rayvin Tan Yeong Sheik	12,186,972	210,280,000	(660,000)	221,806,972

	Number of ordinary shares of HKD0.20 each under the Share Option Scheme			
	At 1.5.10	Granted	Exercised	At 30.4.11
Rayvin Tan Yeong Sheik	–	500,000	–	500,000

	In principal amount of 1.0% - 3.5% Irredeemable Convertible Unsecured Loan Securities 2009/2019			
	At 1.5.10 HKD	Acquired HKD	Converted HKD	At 30.4.11 HKD
Rayvin Tan Yeong Sheik	87,450,000	–	(42,000,000)	45,450,000

Directors' Report

For the year ended 30 April 2011

DIRECTORS' INTERESTS (Cont'd.)

Berjaya Food Berhad ("BFood")

	Number of ordinary shares of RM0.50 each			
	At 19.1.11	Acquired	Disposed	At 30.4.11
Dato' Robin Tan Yeong Ching	–	100,000	–	100,000

	Number of ordinary shares of RM0.50 each under the Employees' Share Option Scheme			
	At 19.1.11	Granted	Exercised	At 30.4.11
Dato' Robin Tan Yeong Ching	–	1,000,000	–	1,000,000

* Denotes indirect interests.

^ Denotes indirect interests held pursuant to Section 134(12)(c) of the Companies Act, 1965.

Inclusive of Share Split by BLB of every one (1) ordinary share of RM1.00 each into two (2) ordinary shares of RM0.50 each and Bonus Issue of 1:1 (after share split) on 22 September 2010.

BFood became a subsidiary of BCorp on 19 January 2011.

Other than as disclosed above, none of the other Directors in office at the end of the financial year had any interest in shares and debentures in the Company or its related corporations during the financial year.

SHARE CAPITAL AND TREASURY SHARES

The number and carrying amounts of treasury shares as at 30 April were as follows:

	Number of shares		Carrying amounts	
	2011 '000	2010 '000	2011 RM'000	2010 RM'000
Balance as at 1 May	13,530	95,030	57,341	406,099
Distribution of share dividend	–	(89,698)	–	(383,314)
Increase in additional treasury shares during the year	–	8,198	–	34,556
Total treasury shares as at 30 April (Note 21)	13,530	13,530	57,341	57,341

As at 30 April 2011, the issued and paid up share capital of the Company with voting rights was 1,337,500,000 (2010 : 1,337,500,000) ordinary shares of RM0.10 each.

OTHER STATUTORY INFORMATION

- (a) Before the statements of financial position, income statements and statements of comprehensive income of the Group and of the Company were made out, the Directors took reasonable steps:
- to ascertain that proper action had been taken in relation to the writing off of bad debts and the making of provision for doubtful debts and satisfied themselves that there were no known bad debts and that adequate provision had been made for doubtful debts; and
 - to ensure that any current assets which were unlikely to realise their values as shown in the accounting records in the ordinary course of business had been written down to an amount which they might be expected so to realise.

OTHER STATUTORY INFORMATION (Cont'd.)

- (b) At the date of this report, the Directors are not aware of any circumstances which would render:
- (i) it necessary to write off any bad debts or the amount of the provision for doubtful debts in these financial statements of the Group and of the Company inadequate to any substantial extent; and
 - (ii) the values attributed to current assets in the financial statements of the Group and of the Company misleading.
- (c) At the date of this report, the Directors are not aware of any circumstances which have arisen which would render adherence to the existing method of valuation of assets or liabilities of the Group and of the Company misleading or inappropriate.
- (d) At the date of this report, the Directors are not aware of any circumstances not otherwise dealt with in this report or financial statements of the Group and of the Company which would render any amount stated in the financial statements misleading.
- (e) At the date of this report, there does not exist:
- (i) any charge on the assets of the Group or of the Company which has arisen since the end of the financial year which secures the liabilities of any other person; or
 - (ii) any contingent liability of the Group or of the Company which has arisen since the end of the financial year other than as disclosed in Note 38 to the financial statements.
- (f) In the opinion of the Directors:
- (i) no contingent or other liability has become enforceable or is likely to become enforceable within the period of twelve months after the end of the financial year which will or may affect the ability of the Group or of the Company to meet their obligations as and when they fall due; and
 - (ii) no item, transaction or event of a material and unusual nature has arisen in the interval between the end of the financial year and the date of this report which is likely to affect substantially the results of the operations of the Group or of the Company for the financial year in which this report is made.

SIGNIFICANT EVENT DURING THE FINANCIAL YEAR

The significant event during the financial year is as disclosed in Note 45 to the financial statements.

AUDITORS

The auditors, Ernst & Young, have expressed their willingness to continue in office.

Signed on behalf of the Board in accordance with a resolution of the Directors dated 18 August 2011.

TAN SRI DATUK SERI UTAMA THONG YAW HONG

DATO' ROBIN TAN YEONG CHING

Statement By Directors

Pursuant to Section 169(15) of the Companies Act, 1965

We, TAN SRI DATUK SERI UTAMA THONG YAW HONG and DATO' ROBIN TAN YEONG CHING, being two of the Directors of BERJAYA SPORTS TOTO BERHAD, do hereby state that, in the opinion of the Directors, the accompanying financial statements set out on pages 47 to 114 are drawn up in accordance with Financial Reporting Standards and the Companies Act, 1965 in Malaysia so as to give a true and fair view of the state of affairs of the Group and of the Company as at 30 April 2011 and of the results and the cash flows of the Group and of the Company for the year then ended.

The supplementary information set out in Note 47 on page 115, is prepared in all material respects, in accordance with Guidance on Special Matter No.1, Determination of Realised and Unrealised Profits or Losses in the Context of Disclosure Pursuant to Bursa Malaysia Securities Berhad Listing Requirements, as issued by the Malaysian Institute of Accountants ("MIA Guidance") and the directive of Bursa Malaysia Securities Berhad.

Signed on behalf of the Board in accordance with a resolution of the Directors dated 18 August 2011.

TAN SRI DATUK SERI UTAMA THONG YAW HONG

DATO' ROBIN TAN YEONG CHING

Statutory Declaration

Pursuant to Section 169(16) of the Companies Act, 1965

I, SEOW SWEE PIN, being the Director primarily responsible for the financial management of BERJAYA SPORTS TOTO BERHAD, do solemnly and sincerely declare that the accompanying financial statements set out on pages 47 to 115 are in my opinion correct, and I make this solemn declaration conscientiously believing the same to be true and by virtue of the provisions of the Statutory Declarations Act, 1960.

Subscribed and solemnly declared by the abovenamed }
SEOW SWEE PIN at Kuala Lumpur }
in the Federal Territory on 18 August 2011

SEOW SWEE PIN

Before me,

TEE WENG YEAN (W441)
Commissioner for Oaths
Kuala Lumpur, Malaysia

Independent Auditors' Report

To the members of Berjaya Sports Toto Berhad (Incorporated in Malaysia)

REPORT ON THE FINANCIAL STATEMENTS

We have audited the financial statements of Berjaya Sports Toto Berhad, which comprise the statements of financial position as at 30 April 2011 of the Group and of the Company, and the income statements, statements of comprehensive income, statements of changes in equity and statements of cash flows of the Group and of the Company for the year then ended, and a summary of significant accounting policies and other explanatory notes, as set out on pages 47 to 114.

Directors' responsibility for the financial statements

The directors of the Company are responsible for the preparation and fair presentation of these financial statements in accordance with Financial Reporting Standards and the Companies Act, 1965 in Malaysia. This responsibility includes: designing, implementing and maintaining internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error; selecting and applying appropriate accounting policies; and making accounting estimates that are reasonable in the circumstances.

Auditors' responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with approved standards on auditing in Malaysia. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on our judgement, including the assessment of risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, we consider internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of accounting estimates made by the directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements have been properly drawn up in accordance with Financial Reporting Standards and the Companies Act, 1965 in Malaysia so as to give a true and fair view of the financial position of the Group and of the Company as at 30 April 2011 and of the financial performance and cash flows of the Group and of the Company for the year then ended.

Report on other legal and regulatory requirements

In accordance with the requirements of the Companies Act, 1965 in Malaysia, we also report the following:

- (a) In our opinion, the accounting and other records and the registers required by the Act to be kept by the Company and its subsidiaries of which we have acted as auditors have been properly kept in accordance with the provisions of the Act.
- (b) We have considered the accounts and the auditors' reports of all the subsidiaries of which we have not acted as auditors, which are indicated in Note 4 to the financial statements.
- (c) We are satisfied that the accounts of the subsidiaries that have been consolidated with the financial statements of the Company are in form and content appropriate and proper for the purposes of the preparation of the consolidated financial statements and we have received satisfactory information and explanations required by us for those purposes.
- (d) The auditors' reports on the accounts of the subsidiaries were not subject to any qualification material to the consolidated financial statements and did not include any comment required to be made under Section 174(3) of the Companies Act, 1965.

Independent Auditors' Report

To the members of Berjaya Sports Toto Berhad (Incorporated in Malaysia) (Cont'd.)

Other matters

- (a) The supplementary information set out in Note 47 on page 115 is disclosed to meet the requirement of Bursa Malaysia Securities Berhad. The directors are responsible for the preparation of supplementary information in accordance with Guidance on Special Matter No.1, Determination of Realised and Unrealised Profits or Losses in the Context of Disclosure Pursuant to Bursa Malaysia Securities Listing Requirements, as issued by the Malaysian Institute of Accountants ("MIA Guidance") and the directive of Bursa Malaysia Securities Berhad. In our opinion, the supplementary information is prepared, in all material respects, in accordance with the MIA Guidance and the directive of Bursa Malaysia Securities Berhad.
- (b) This report is made solely to the members of the Company, as a body, in accordance with Section 174 of the Companies Act, 1965 in Malaysia and for no other purpose. We do not assume responsibility to any other person for the content of this report.

ERNST & YOUNG
AF:0039
Chartered Accountants

YAP SENG CHONG
2190/12/11 (J)
Chartered Accountant

Kuala Lumpur, Malaysia
18 August 2011

Statements of Financial Position

As at 30 April 2011

	Note	Group			Company	
		2011 RM'000	2010 RM'000 (Restated)	As at 1.5.2009 RM'000 (Restated)	2011 RM'000	2010 RM'000
ASSETS						
Non-current assets						
Property, plant and equipment	3	135,900	96,701	101,105	4,777	5,429
Investment in subsidiary companies	4	–	–	–	1,192,847	1,192,847
Investment in associated companies	5	2,238	3,571	164	2,116	3,547
Long term investments	6	30,745	23,119	13,204	113	113
Investment properties	7	80,776	74,231	73,166	–	–
Deferred tax assets	8	8,820	9,674	5,214	–	–
Intangible assets	9	642,757	643,986	618,358	–	–
		901,236	851,282	811,211	1,199,853	1,201,936
Current assets						
Inventories	10	5,919	8,476	7,471	–	–
Receivables	11	87,712	101,699	50,445	123,577	87,433
Tax recoverable		61	5,999	8,443	–	5,964
Amounts due from subsidiary companies	12	–	–	–	156,227	154,759
Short term investments	13	1,483	5,566	6,429	–	–
Deposits with financial institutions	14	395,915	214,339	197,694	20,153	18,926
Cash and bank balances		53,982	43,123	32,781	1,212	874
		545,072	379,202	303,263	301,169	267,956
Asset classified as held for sale	7	–	1,100	–	–	–
		545,072	380,302	303,263	301,169	267,956
TOTAL ASSETS		1,446,308	1,231,584	1,114,474	1,501,022	1,469,892

Statements of Financial Position

As at 30 April 2011 (Cont'd.)

	Note	2011 RM'000	Group 2010 RM'000 (Restated)	1.5.2009 RM'000 (Restated)	Company 2011 RM'000	2010 RM'000
EQUITY AND LIABILITIES						
Equity attributable to owners of the parent						
Share capital	15	135,103	135,103	135,103	135,103	135,103
Share premium	16	–	–	207,431	–	–
Capital reserve	17	21,327	21,327	21,327	–	–
Exchange reserve	18	(1,582)	6,111	11,729	–	–
Available-for-sale (“AFS”) reserve	19	15,015	–	–	–	–
Retained earnings	20	341,846	344,277	513,456	594,719	479,371
Equity funds		511,709	506,818	889,046	729,822	614,474
Treasury shares	21	(57,341)	(57,341)	(406,099)	(57,341)	(57,341)
Net equity funds		454,368	449,477	482,947	672,481	557,133
Non-controlling interests		23,723	15,074	15,959	–	–
Total equity		478,091	464,551	498,906	672,481	557,133
Non-current liabilities						
Retirement benefit obligations	22	1,556	1,402	1,308	–	–
Borrowings	23	–	305,000	124,247	–	305,000
Medium term notes	24	550,000	–	–	–	–
Other long term liabilities	25	867	38,313	37,147	–	–
Deferred tax liabilities	8	3,065	2,129	1,710	326	326
		555,488	346,844	164,412	326	305,326
Current liabilities						
Provisions	26	92	134	75	–	–
Payables	27	389,162	240,828	276,483	81,945	1,204
Amounts due to subsidiary companies	28	–	–	–	746,270	531,229
Borrowings	23	–	145,000	138,439	–	75,000
Tax payable		23,475	34,227	36,159	–	–
		412,729	420,189	451,156	828,215	607,433
TOTAL LIABILITIES		968,217	767,033	615,568	828,541	912,759
TOTAL EQUITY AND LIABILITIES		1,446,308	1,231,584	1,114,474	1,501,022	1,469,892

The accompanying notes form an integral part of these financial statements.

Income Statements

For the financial year ended 30 April 2011

	Note	Group		Company	
		2011 RM'000	2010 RM'000	2011 RM'000	2010 RM'000
Revenue	29	3,433,216	3,392,810	511,452	272,060
Cost of sales		(2,589,595)	(2,522,002)	–	–
GROSS PROFIT		843,621	870,808	511,452	272,060
Selling and distribution expenses		(126,374)	(133,728)	–	–
General and administrative expenses		(182,997)	(175,587)	(11,214)	(13,168)
PROFIT BEFORE OTHER INCOME AND EXPENSES	30	534,250	561,493	500,238	258,892
Investment related income	31	2,196	4,952	–	469,331
Investment related expenses	32	(4,153)	(40)	(1,431)	(7)
Other income	33	13,263	7,183	10,155	1,783
		545,556	573,588	508,962	729,999
Finance costs	34	(35,821)	(25,388)	(45,864)	(38,632)
Share of result of associated companies		(1,333)	(12)	–	–
PROFIT BEFORE TAX	35	508,402	548,188	463,098	691,367
Income tax expense		(150,961)	(159,710)	–	(132)
PROFIT FOR THE YEAR		357,441	388,478	463,098	691,235
ATTRIBUTABLE TO:					
Owners of the parent		349,761	383,504	463,098	691,235
Non-controlling interests		7,680	4,974	–	–
		357,441	388,478	463,098	691,235
Earnings per share attributable to owners of the parent	36				
– Basic (sen)		26.15	29.02		
– Diluted (sen)		26.15	29.02		
NET DIVIDENDS PER SHARE (SEN)	37				
– First interim dividend				8.00	19.00
– Second interim dividend				4.00	8.00
– Third interim dividend				6.00	–
– Fourth interim dividend				3.00	–
– Share dividend				–	30.50

The accompanying notes form an integral part of these financial statements.

Statements of Comprehensive Income

For the financial year ended 30 April 2011

	Group		Company	
	2011 RM'000	2010 RM'000	2011 RM'000	2010 RM'000
PROFIT AFTER TAXATION	357,441	388,478	463,098	691,235
OTHER COMPREHENSIVE INCOME				
Gain on changes in fair value of available-for-sale investments	8,261	–	–	–
Effects of foreign exchange differences	(6,934)	(4,255)	–	–
TOTAL COMPREHENSIVE INCOME FOR THE YEAR	358,768	384,223	463,098	691,235
TOTAL COMPREHENSIVE INCOME ATTRIBUTABLE TO:				
Owners of the parent	350,119	377,886	463,098	691,235
Non-controlling interests	8,649	6,337	–	–
	358,768	384,223	463,098	691,235

The accompanying notes form an integral part of these financial statements.

Consolidated Statement of Changes In Equity

For the financial year ended 30 April 2011

Attributable to Equity Holders of the Parent

	Share capital RM'000	Treasury shares RM'000	Share premium RM'000	Capital reserve RM'000	Exchange reserve RM'000	AFS reserve RM'000	Distributable Retained earnings RM'000	Total to holders of parent company RM'000	Non-controlling interests RM'000	Total equity RM'000
GROUP										
As at 1 May 2009	135,103	(406,099)	207,431	21,327	11,729	-	513,456	482,947	15,959	498,906
Total comprehensive income for the year	-	-	-	-	(5,618)	-	383,504	377,886	6,337	384,223
Transactions with owners										
Adjustment due to parent's increased equity interest in a foreign subsidiary company	-	-	-	-	-	-	-	-	(7,222)	(7,222)
Distribution of treasury shares as share dividend (Notes 16 and 37) ^	-	383,314	(207,431)	-	-	-	(175,883)	-	-	-
Dividends (Note 37)	-	-	-	-	-	-	(376,800)	(376,800)	-	(376,800)
Purchase of treasury shares (Note 21)	-	(34,556)	-	-	-	-	-	(34,556)	-	(34,556)
Total transactions with owners	-	348,758	(207,431)	-	-	-	(552,683)	(411,356)	(7,222)	(418,578)
As at 30 April 2010	135,103	(57,341)	-	21,327	6,111	-	344,277	449,477	15,074	464,551
As at 1 May 2010 (as previously reported)	135,103	(57,341)	-	21,327	6,111	-	344,277	449,477	15,074	464,551
Effects of adopting FRS 139 (Note 2.3)	-	-	-	-	-	6,964	(4,442)	2,522	-	2,522
As at 1 May 2010 (as restated)	135,103	(57,341)	-	21,327	6,111	6,964	339,835	451,999	15,074	467,073
Total comprehensive income for the year	-	-	-	-	(7,693)	8,051	349,761	350,119	8,649	358,768
Transaction with owners										
Dividends (Note 37)	-	-	-	-	-	-	(347,750)	(347,750)	-	(347,750)
As at 30 April 2011	135,103	(57,341)	-	21,327	(1,582)	15,015	341,846	454,368	23,723	478,091

^ Pursuant to Section 67A (3D) of Companies Act, 1965, the cost of share buyback shall be applied in the reduction of either the share premium account or the distributable reserve or both.

The accompanying notes form an integral part of these financial statements.

Statement of Changes In Equity

For the financial year ended 30 April 2011

	Share capital RM'000	Treasury shares RM'000	Share premium RM'000	Distributable Retained earnings RM'000	Total equity RM'000
COMPANY					
As at 1 May 2009	135,103	(406,099)	207,431	340,819	277,254
Total comprehensive income for the year	–	–	–	691,235	691,235
Transactions with owners					
Distribution of treasury shares as share dividend (Notes 16 and 37) ^	–	383,314	(207,431)	(175,883)	–
Dividends (Note 37)	–	–	–	(376,800)	(376,800)
Purchase of treasury shares (Note 21)	–	(34,556)	–	–	(34,556)
Total transactions with owners	–	348,758	(207,431)	(552,683)	(411,356)
As at 30 April 2010	135,103	(57,341)	–	479,371	557,133
As at 1 May 2010	135,103	(57,341)	–	479,371	557,133
Total comprehensive income for the year	–	–	–	463,098	463,098
Transaction with owners					
Dividends (Note 37)	–	–	–	(347,750)	(347,750)
As at 30 April 2011	135,103	(57,341)	–	594,719	672,481

^ Pursuant to Section 67A (3D) of Companies Act, 1965, the cost of share buyback shall be applied in the reduction of either the share premium account or the distributable reserve or both.

The accompanying notes form an integral part of these financial statements.

Consolidated Statement of Cash Flows

For the financial year ended 30 April 2011

	2011 RM'000	2010 RM'000
CASH FLOWS FROM OPERATING ACTIVITIES		
Receipts from customers	3,677,264	3,681,033
Payments to prize winners, suppliers and for other operating expenses	(2,544,377)	(2,537,368)
Payments for pool betting duties, gaming tax and other government contributions	(586,841)	(531,400)
Payment of taxes	(159,958)	(171,905)
Refund of taxes	6,002	8,645
Other receipts	187	156
Net cash generated from operating activities	392,277	449,161
CASH FLOWS FROM INVESTING ACTIVITIES		
Proceeds from disposal of property, plant and equipment	559	616
Proceeds from disposal of an investment property	889	–
Proceeds from disposal of short term investments	7,050	6,429
Acquisition of property, plant and equipment (Note A)	(16,004)	(15,327)
Acquisition of an investment property	(4,362)	(440)
Acquisition of additional equity interest in a subsidiary company	–	(33,959)
Acquisition of investments in associated companies	–	(3,419)
Acquisition of long term investments	(785)	(6,850)
Acquisition of short term investments	(2,967)	(5,566)
Dividend received	13	4
Interest received	8,165	4,622
Other payments arising from investments	(1,924)	(53,785)
Net cash used in investing activities	(9,366)	(107,675)
CASH FLOWS FROM FINANCING ACTIVITIES		
Repayment of borrowings	(450,000)	(192,686)
Drawdown of borrowings	–	380,000
Issuance of medium term notes	550,000	–
Repayment of hire purchase liabilities	(218)	(17)
Interest paid on bank borrowings	(21,666)	(31,395)
Dividends paid	(267,356)	(432,947)
Treasury shares acquired	–	(34,556)
Net cash used in financing activities	(189,240)	(311,601)
NET INCREASE IN CASH AND CASH EQUIVALENTS	193,671	29,885
CASH AND CASH EQUIVALENTS AS AT 1 MAY	257,462	230,475
Effects of exchange rate changes	(1,236)	(2,898)
CASH AND CASH EQUIVALENTS AS AT 30 APRIL (Note B)	449,897	257,462
Note A Acquisition of property, plant and equipment		
Hire purchase	–	1,346
Deferred payment	–	481
Cash	16,004	15,327
Reclassified from prepayments (Note 11)	45,843	–
	61,847	17,154
Note B Cash and cash equivalents comprise the following:		
Deposits with financial institutions	395,915	214,339
Cash and bank balances	53,982	43,123
	449,897	257,462

The accompanying notes form an integral part of these financial statements.

Statement of Cash Flows

For the financial year ended 30 April 2011

	2011 RM'000	2010 RM'000
CASH FLOWS FROM OPERATING ACTIVITIES		
Payment for operating expenses	(9,829)	(11,893)
Refund of taxes	5,964	8,613
Dividends received	270,054	10,127
Other receipts	–	11
Net cash generated from operating activities	266,189	6,858
CASH FLOWS FROM INVESTING ACTIVITIES		
Acquisition of property, plant and equipment	(340)	(51)
Acquisition of investment in an associated company	–	(3,390)
Interest received	596	376
Net advances from subsidiary companies	377,927	133,017
Repayment of advances from subsidiary companies	8,581	1,149
Advances given to subsidiary companies	(522)	(41,662)
Net cash generated from investing activities	386,242	89,439
CASH FLOWS FROM FINANCING ACTIVITIES		
Dividends paid	(267,356)	(432,947)
Interest paid	(3,510)	(20,346)
Treasury shares acquired	–	(34,556)
Drawdown of borrowings	–	380,000
Repayment of borrowings	(380,000)	–
Net cash used in financing activities	(650,866)	(107,849)
NET INCREASE / (DECREASE) IN CASH AND CASH EQUIVALENTS	1,565	(11,552)
CASH AND CASH EQUIVALENTS AS AT 1 MAY	19,800	31,352
CASH AND CASH EQUIVALENTS AS AT 30 APRIL (Note A)	21,365	19,800
Note A Cash and cash equivalents comprise the following:		
Deposits with financial institutions	20,153	18,926
Cash and bank balances	1,212	874
	21,365	19,800

The accompanying notes form an integral part of these financial statements.

1 CORPORATE INFORMATION

The principal activities of the Company are investment holding and provision of management services to its subsidiary companies.

The principal activities of the Group are:

- operation of Toto betting under Section 5 of the Pool Betting Act, 1967;
- leasing of on-line lottery equipment;
- manufacture and distribution of computerised lottery and voting systems;
- property investment and development;
- operation of health and fitness centre;
- operation of hotel; and
- investment holding.

The Company is a public limited liability company, incorporated and domiciled in Malaysia and is listed on the Main Market of Bursa Malaysia Securities Berhad. The registered office of the Company is located at Lot 13-01A, Level 13 (East Wing), Berjaya Times Square, No. 1 Jalan Imbi 55100 Kuala Lumpur.

The penultimate holding and ultimate holding companies of the Company are Berjaya Land Berhad and Berjaya Corporation Berhad ("BCorp") respectively, both of which are incorporated and domiciled in Malaysia and listed on the Main Market of Bursa Malaysia Securities Berhad.

Related companies in the financial statements refer to member companies of the BCorp group of companies other than subsidiary companies of the Company.

The financial statements were authorised for issue by the Board of Directors in accordance with a resolution of the Directors on 18 August 2011.

2 SIGNIFICANT ACCOUNTING POLICIES

2.1 Basis of Preparation

The financial statements of the Group and of the Company have been prepared under the historical cost convention unless otherwise indicated in the accounting policies below and comply with Financial Reporting Standards ("FRSs") and the Companies Act, 1965 in Malaysia.

At the beginning of the current financial year, the Group and the Company had adopted new and revised FRSs which are mandatory as described in Note 2.3.

The financial statements are presented in Ringgit Malaysia ("RM") and all values are rounded to the nearest thousand ("RM'000") except otherwise indicated.

2.2 Summary of Significant Accounting Policies

(a) Subsidiaries and basis of consolidation

The consolidated financial statements incorporate the financial statements of the Company and all its subsidiary companies made up to the end of the financial year. The financial statements of the subsidiary companies are prepared for the same reporting date as the Company.

Subsidiary companies are those entities controlled by the Company. Control exists when the Company has the power, directly or indirectly, to govern the financial and operating policies of an enterprise so as to obtain benefits from its activities. The existence and effect of potential voting rights that are currently exercisable or convertible are considered when assessing whether the Group has such power over another entity.

Subsidiary companies are consolidated using the purchase method of accounting. Under the purchase method of accounting, the results of subsidiary companies acquired during the financial year are included in the consolidated financial statements from the effective date of acquisition and continue to be consolidated until the date such control ceases. The purchase method of accounting involves allocating the cost of the acquisition to the fair value of the assets acquired and liabilities and contingent liabilities assumed at the date of acquisition. At the Group level, provisions are made for the acquiree's contingent liabilities existing at the date of acquisition as the Group deems that it is probable that an outflow of resources embodying economic benefits will be required to settle the obligations. The cost of an acquisition is measured as the aggregate of the fair values, at the date of exchange, of the assets given, liabilities incurred or assumed, and equity instruments issued, plus any costs directly attributable to the acquisition.

Notes to the Financial Statements

30 April 2011

2 SIGNIFICANT ACCOUNTING POLICIES (CONT'D.)

2.2 Summary of Significant Accounting Policies (Cont'd.)

(a) Subsidiaries and basis of consolidation (cont'd.)

Any excess of the cost of the acquisition over the Group's interest in the net fair value of the identifiable assets, liabilities and contingent liabilities represents goodwill.

Any excess of the Group's interest in the net fair value of the identifiable assets, liabilities and contingent liabilities over the cost of acquisition is recognised immediately in profit or loss.

Uniform accounting policies are adopted in the consolidated financial statements for similar transactions and other events in similar circumstances. In the preparation of the consolidated financial statements, the financial statements of all subsidiary companies are adjusted for the material effects of dissimilar accounting policies. Intragroup transactions, balances and unrealised gains are eliminated on consolidation and the consolidated financial statements reflect external transactions only.

When there is share buyback by a subsidiary company, the accretion of the Group's interest is recognised as a deemed acquisition of additional equity interest in the subsidiary company. Any excess of the consideration of the share buyback over the Group's revised interest in the net fair value of the identifiable assets, liabilities and contingent liabilities represents goodwill. Any excess of the Group's revised interest in the net fair value of the identifiable assets, liabilities and contingent liabilities over the consideration of the share buyback is recognised immediately in profit or loss.

In the Company's separate financial statements, investments in subsidiaries are stated at cost less impairment losses.

(b) Transactions with non-controlling interests

Non-controlling interests represent the portion of profit or loss, other comprehensive income and net assets in subsidiaries not held by the Group and are presented separately in profit or loss and other comprehensive income of the Group and within equity in the consolidated statements of financial position, separately from parent shareholders' equity. Transactions with non-controlling interests are accounted for using the parent entity extension method, whereby, on acquisition of non-controlling interests, the difference between the consideration and book value of the share of the net assets acquired is recognised in goodwill. Gain or loss on disposal to non-controlling interests is recognised in profit or loss.

(c) Associated companies

Associated companies are entities in which the Group has significant influence and where the Group participates in its financial and operating policies through Board representation. Investments in associated companies are accounted for in the consolidated financial statements by the equity method of accounting based on the latest audited or management financial statements of the companies concerned made up to the Group's financial year-end. Uniform accounting policies are adopted for like transactions and events in similar circumstances.

Under the equity method of accounting, the Group's investment in associated companies is carried in the consolidated statement of financial position at cost adjusted for the Group's share of post-acquisition changes in the share of the net assets of the associated companies, less impairment losses. The Group's share of results of associated companies during the financial year is included in the consolidated financial statements. The Group's share of results of associated companies acquired or disposed of during the year, is included in the consolidated profit or loss from the date that significant influence effectively commences until the date that significant influence effectively ceases, as appropriate.

Unrealised gains and losses on transactions between the Group and the associated companies are eliminated to the extent of the Group's interest in the associated companies.

Goodwill relating to an associated company is included in the carrying amount of the investment and is not amortised. Any excess of the Group's share of net fair value of the associated company's identifiable assets, liabilities and contingent liabilities over the cost of investment is excluded from the carrying amount of the investment and is instead included as income in the determination of the Group's share of associated company's profit or loss in the period in which the investment is acquired.

2 SIGNIFICANT ACCOUNTING POLICIES (CONT'D.)**2.2 Summary of Significant Accounting Policies (Cont'd.)****(c) Associated companies (cont'd.)**

When the Group's share of losses equals or exceeds its interest in an equity accounted associated company including any long-term interest that, in substance, form part of the Group's net investment in the associated company, the carrying amount of that interest is reduced to nil and the recognition of further losses is discontinued except to the extent that the Group has an obligation or has made payment on behalf of the associated companies.

In the Company's separate financial statements, investment in associated companies are stated at cost less impairment losses.

(d) Intangible assets**(i) Goodwill**

Goodwill acquired in a business combination is initially measured at cost being the excess of the cost of business combination over the Group's interest in the net fair value of the identifiable assets, liabilities and contingent liabilities. Following the initial recognition, goodwill is measured at cost less any accumulated impairment losses. Goodwill is not amortised but instead, it is reviewed for impairment, annually or more frequently if events or changes in circumstances indicate that the carrying value may be impaired. Gains and losses on the disposal of an entity include the carrying amount of goodwill relating to the entity sold.

(ii) Research and development costs

Research costs are recognised in the profit or loss as incurred.

Expenditure incurred on projects to develop new products is capitalised and deferred only when the Group can demonstrate the technical feasibility of completing the intangible asset so that it will be available for use or sale, its intention to complete and its ability to use or sell the asset, how the asset will generate future economic benefits, the availability of resources to complete the project and the ability to measure reliably the expenditure during the development. Product development expenditures which do not meet these criteria are expensed when incurred.

Development costs, considered to have finite useful lives, are stated at cost less any impairment losses and are amortised using the straight-line basis over the commercial lives of the underlying products. Impairment is assessed whenever there is an indication of impairment and the amortisation period and method are also reviewed at least at each reporting date.

(iii) Other intangible assets

The cost of intangible assets acquired in a business combination is at their fair values as at the date of acquisition. The intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortisation and any accumulated impairment losses. Intangible assets with finite lives are amortised on a straight line basis over the estimated economic useful lives and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset are reviewed yearly at each reporting date.

(e) Property, plant and equipment and depreciation

Property, plant and equipment are initially recorded at cost. Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the Company and the cost of the item can be measured reliably. The carrying amount of the replaced part is derecognised. All other repairs and maintenance are charged to the profit or loss during the financial period in which they are incurred.

Except for freehold land, subsequent to recognition, property, plant and equipment are stated at cost less accumulated depreciation and any accumulated impairment losses.

Notes to the Financial Statements

30 April 2011

2 SIGNIFICANT ACCOUNTING POLICIES (CONT'D.)

2.2 Summary of Significant Accounting Policies (Cont'd.)

(e) Property, plant and equipment and depreciation (cont'd.)

Freehold land that has an unlimited useful life is not depreciated. Capital work-in-progress are also not depreciated as these assets are not available for use. Depreciation of other property, plant and equipment is provided for on a straight-line basis to write off the cost of each asset to its residual value over the estimated useful life, at the following annual rates:

Leasehold land and buildings	Amortised over the lease period
Buildings	2%
Plant and machinery	20% - 33%
Computer equipment	12.5% - 33%
Office equipment	10% - 67%
Furniture and fittings	10% - 33%
Motor vehicles	20% - 33%
Renovations	10% - 33%
Gym equipment	20%
Hotel and kitchen and equipment utensils	20%

The residual values, useful life and depreciation method are reviewed at each financial year-end to ensure that the amount, method and period of depreciation are consistent with previous estimates and the expected pattern of consumption of the future economic benefits embodied in the items of property, plant and equipment.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected from its use or disposal.

(f) Investment properties

Investment properties are properties which are held either to earn rental income or for capital appreciation or for both. Such properties are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are stated at fair value. Fair value is arrived at by reference to market evidence of transaction prices for similar properties.

Gains or losses arising from changes in the fair values of investment properties are recognised in the profit or loss in the year in which they arise.

Investment properties are derecognised when either they have been disposed of or when the investment property is permanently withdrawn from use and no future economic benefit is expected from its disposal. Any gains or losses on the retirement or disposal of an investment property are recognised in profit or loss in the year in which they arise.

When an item of property, plant and equipment is transferred to investment property following a change in its use, any difference arising at the date of transfer between the carrying amount of the item immediately prior to transfer and its fair value is recognised directly in other comprehensive income. However, if a fair value gain reverses a previous impairment loss, the gain is recognised in profit or loss. Upon disposal of the investment property, any surplus previously recorded in other comprehensive income is transferred to retained earnings.

(g) Impairment of non-financial assets

The carrying amounts of the Group's assets, other than investment properties, inventories, deferred tax assets and non-current assets (or disposal groups) held for sale, are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, the asset's recoverable amount is estimated to determine the amount of impairment loss.

For goodwill, intangible assets that have an indefinite useful life and intangible assets that are not yet available for use, the recoverable amount is estimated at each reporting date or more frequently when indicators of impairment are identified.

For the purpose of impairment testing of these assets, recoverable amount is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. If this is the case, recoverable amount is determined for the cash-generating unit ("CGU") to which the asset belongs to. Goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Group's CGUs, or groups of CGUs, that are expected to benefit from the synergies of the combination, irrespective of whether other assets or liabilities of the Group are assigned to those units or groups of units.

2 SIGNIFICANT ACCOUNTING POLICIES (CONT'D.)

2.2 Summary of Significant Accounting Policies (Cont'd.)

(g) Impairment of non-financial assets (cont'd.)

An asset's recoverable amount is the higher of an asset's or CGU's fair value less costs to sell and its value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. Where the carrying amount of an asset exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. Impairment losses recognised in respect of a CGU or groups of CGUs are allocated first to reduce the carrying amount of any goodwill allocated to those units or groups of units and then, to reduce the carrying amount of the other assets in the unit or groups of units on a pro-rata basis.

An impairment loss is recognised in profit or loss in the period except for assets that are previously revalued where the revaluation was taken to other comprehensive income. In this case, the impairment is also recognised in other comprehensive income up to the amount of any previous revaluation.

An assessment is made at each reporting date as to whether there is any indication that previously recognised impairment losses may no longer exist or may have decreased.

Impairment loss on goodwill is not reversed in a subsequent period. An impairment loss for an asset other than goodwill is reversed if, and only if, there has been a change in the estimates used to determine the asset's recoverable amount since the last impairment loss was recognised. The carrying amount of an asset other than goodwill is increased to its revised recoverable amount, provided that this amount does not exceed the carrying amount that would have been determined (net of amortisation or depreciation) had no impairment loss been recognised for the asset in prior years. A reversal of impairment loss for an asset other than goodwill is recognised in profit or loss, unless the asset is carried at revalued amount, in which case, such reversal is treated as a revaluation increase.

(h) Inventories

Inventories comprise raw materials, work-in-progress and finished goods that are stated at the lower of cost and net realisable value. Cost, in the case of work-in-progress and finished goods, comprises raw materials, direct labour and an attributable proportion of production overheads. Cost is determined on the first-in first-out basis, the weighted average cost method, or by specific identification. Net realisable value represents the estimated selling price less all estimated costs of completion and costs to be incurred in marketing, selling and distribution.

Ticket inventories and gaming equipment components and parts are stated at the lower of cost and net realisable value. Cost is determined on a first-in first-out basis.

(i) Financial assets

Financial assets are recognised in the statements of financial position when, and only when, the Group and the Company become a party to the contractual provisions of the financial instrument.

When financial assets are recognised initially, they are measured at fair value, plus, in the case of financial assets not at fair value through profit or loss, directly attributable transaction costs.

The Group and the Company determine the classification of their financial assets at initial recognition, and the categories include financial assets at fair value through profit or loss, loans and receivables, held-to-maturity investments and available-for-sale financial assets.

The Group and the Company categorise the financial instruments as follows:

(i) Loans and receivables

Financial assets with fixed or determinable payments that are not quoted in an active market are classified as loans and receivables.

Subsequent to initial recognition, loans and receivables are measured at amortised cost using the effective interest method. Gains and losses are recognised in profit or loss when the loans and receivables are derecognised or impaired, and through the amortisation process.

Loans and receivables are classified as current assets, except for those having maturity dates later than 12 months after the reporting date which are classified as non-current.

Notes to the Financial Statements

30 April 2011

2 SIGNIFICANT ACCOUNTING POLICIES (CONT'D.)

2.2 Summary of Significant Accounting Policies (Cont'd.)

(i) Financial assets (cont'd.)

(ii) Available-for-sale financial assets

Available-for-sale financial assets are financial assets that are designated as available for sale or are not classified in fair value through profit or loss, loan and receivables and held-to-maturity investments.

After initial recognition, available-for-sale financial assets are measured at fair value. Any gains or losses from changes in fair value of the financial asset are recognised in other comprehensive income, except that impairment losses, foreign exchange gains and losses on monetary instruments and interest calculated using the effective interest method are recognised in profit or loss. The cumulative gain or loss previously recognised in other comprehensive income is reclassified from equity to profit or loss as a reclassification adjustment when the financial asset is derecognised. Interest income calculated using the effective interest method is recognised in profit or loss. Dividends on an available-for-sale equity instrument are recognised in profit or loss when the Group and the Company's right to receive payment is established.

Investment in equity instruments whose fair value cannot be reliably measured are measured at cost less impairment loss.

Available-for-sale financial assets are classified as non-current assets unless they are expected to be realised within 12 months after the reporting date.

A financial asset is derecognised where the contractual right to receive cash flows from the asset has expired. On derecognition of a financial asset in its entirety, the difference between the carrying amount and the sum of the consideration received and any cumulative gain or loss that had been recognised in other comprehensive income is recognised in profit or loss.

Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the period generally established by regulation or convention in the marketplace concerned. All regular way purchases and sales of financial assets are recognised or derecognised on the trade date i.e., the date that the Group and the Company commit to purchase or sell the asset.

(j) Impairment of financial assets

The Group and the Company assess at each reporting date whether there is any objective evidence that a financial asset is impaired.

(i) Trade and other receivables and other financial assets carried at amortised cost

To determine whether there is objective evidence that an impairment loss on financial assets has been incurred, the Group and the Company consider factors such as the probability of insolvency or significant financial difficulties of the debtor and default or significant delay in payments. For certain categories of financial assets, such as trade receivables, assets that are assessed not to be impaired individually are subsequently assessed for impairment on a collective basis based on similar risk characteristics. Objective evidence of impairment for a portfolio of receivables could include the Group's and the Company's past experience of collecting payments, an increase in the number of delayed payments in the portfolio past the average credit period and observable changes in national or local economic conditions that correlate with default on receivables.

If any such evidence exists, the amount of impairment loss is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows discounted at the financial asset's original effective interest rate. The impairment loss is recognised in profit or loss.

The carrying amount of the financial asset is reduced by the impairment loss directly for all financial assets with the exception of trade receivables, where the carrying amount is reduced through the use of an allowance account. When a trade receivable becomes uncollectible, it is written off against the allowance account.

If in a subsequent period, the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment was recognised, the previously recognised impairment loss is reversed to the extent that the carrying amount of the asset does not exceed its amortised cost had the impairment not been recognised at the reversal date. The amount of reversal is recognised in profit or loss.

2 SIGNIFICANT ACCOUNTING POLICIES (CONT'D.)

2.2 Summary of Significant Accounting Policies (Cont'd.)

(j) Impairment of financial assets (cont'd.)

(ii) Unquoted equity securities carried at cost

If there is objective evidence (such as significant adverse changes in the business environment where the issuer operates, probability of insolvency or significant financial difficulties of the issuer) that an impairment loss on financial assets carried at cost has been incurred, the amount of the loss is measured as the difference between the asset's carrying amount and the Group and Company's share of net assets of the issuer or the present value of estimated future cash flows discounted at the current market rate of return for a similar financial asset. Such impairment losses are not reversed in subsequent periods.

(iii) Available-for-sale financial assets

Significant or prolonged decline in fair value below cost, significant financial difficulties of the issuer or obligor, and the disappearance of an active trading market are considerations to determine whether there is objective evidence that investment securities classified as available-for-sale financial assets are impaired.

If an available-for-sale financial asset is impaired, the difference between its cost (net of any principal payment and amortisation) and its current fair value, less any impairment loss previously recognised in profit or loss is transferred from equity to profit or loss.

Impairment losses on available-for-sale equity investments are not reversed in profit or loss in the subsequent periods. Increase in fair value, if any, subsequent to impairment loss is recognised in other comprehensive income. For available-for-sale debt investments, impairment losses are subsequently reversed in profit or loss if an increase in the fair value of the investment can be objectively related to an event occurring after the recognition of the impairment loss in profit or loss.

(k) Cash and cash equivalents

For the purposes of the statements of cash flow, cash and cash equivalents include cash on hand and at bank, deposits at call and short term highly liquid investments which have an insignificant risk of changes in value, net of outstanding bank overdrafts, if any.

(l) Financial liabilities

Financial liabilities are classified according to the substance of the contractual arrangements entered into and the definitions of a financial liability.

Financial liabilities, within the scope of FRS 139, are recognised in the statement of financial position when, and only when, the Group and the Company become a party to the contractual provisions of the financial instrument. Financial liabilities are classified as either financial liabilities at fair value through profit or loss or other financial liabilities.

The Group and the Company categorise the financial instruments as follows:

(i) Other financial liabilities

The Group's and the Company's other financial liabilities include trade payables, other payables, loans and borrowings including medium term notes.

Trade and other payables are recognised initially at fair value plus directly attributable transaction costs and subsequently measured at amortised cost using the effective interest method.

Loans and borrowings are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method. Borrowings are classified as current liabilities unless the group has an unconditional right to defer settlement of the liability for at least 12 months after the reporting date.

For other financial liabilities, gains and losses are recognised in profit or loss when the liabilities are derecognised, and through the amortisation process.

Notes to the Financial Statements

30 April 2011

2 SIGNIFICANT ACCOUNTING POLICIES (CONT'D.)

2.2 Summary of Significant Accounting Policies (Cont'd.)

(l) Financial liabilities (cont'd.)

A financial liability is derecognised when the obligation under the liability is extinguished. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a derecognition of the original liability and the recognition of a new liability, and the difference in the respective carrying amounts is recognised in profit or loss.

(m) Equity instruments

Ordinary shares are classified as equity. Dividends on ordinary shares are recognised in equity in the period in which they are declared and approved for payment.

The transaction costs of an equity transaction are accounted for as a deduction from equity. Equity transaction costs comprise only those incremental external costs directly attributable to the equity transaction which would otherwise have been avoided.

The consideration paid, including attributable transaction costs on repurchased ordinary shares of the Company that have not been cancelled, are classified as treasury shares and presented as a deduction from equity. No gain or loss is recognised in profit or loss on the sale, re-issuance or cancellation of treasury shares. When treasury shares are reissued by resale, the difference between the sales consideration and the carrying amount is recognised in equity.

(n) Financial guarantee contracts

A financial guarantee contract is a contract that requires the issuer to make specified payments to reimburse the holder for a loss it incurs because a specified debtor fails to make payment when due.

Financial guarantee contracts are recognised initially as a liability at fair value, net of transaction costs. If the debtor fails to make payment relating to financial guarantee contract when it is due and the Group, as the issuer, is required to reimburse the holder for the associated loss, the liability is measured at the higher of the best estimate of the expenditure required to settle the present obligation at the reporting date and the amount initially recognised less cumulative amortisation.

(o) Borrowing costs

Borrowing costs are capitalised as part of the cost of a qualifying asset if they are directly attributable to the acquisition, construction or production of that asset. Capitalisation of borrowing costs commences when the activities to prepare the asset for its intended use or sale are in progress and the expenditures and borrowing costs are incurred. Borrowing costs are capitalised until the assets are substantially completed for their intended use or sale.

All other borrowing costs are recognised in profit or loss in the period they are incurred. Borrowing costs consist of interest and other costs that the Group and the Company incurred in connection with the borrowing of funds.

(p) Leases

(i) As lessee

Finance leases, which transfer to the Group substantially all the risks and rewards incidental to ownership of the leased item, are capitalised at the inception of the lease at the fair value of the leased asset or, if lower, at the present value of the minimum lease payments. Any initial direct costs are also added to the amount capitalised. Lease payments are apportioned between the finance charges and reduction of the lease liability so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are charged to profit or loss. Contingent rents, if any, are charged as expenses in the period in which they incurred.

Leased assets are depreciated over the estimated useful life of the asset. However, if there is no reasonable certainty that the Group will obtain ownership by the end of the lease term, the asset is depreciated over the shorter of the estimated useful life and the lease term.

2 SIGNIFICANT ACCOUNTING POLICIES (CONT'D.)**2.2 Summary of Significant Accounting Policies (Cont'd.)****(p) Leases (cont'd.)****(i) As lessee (cont'd.)**

Operating lease payments are recognised as an expense in the profit or loss on a straight-line basis over the lease term. The aggregate benefit of incentives provided by the lessor is recognised as a reduction of rental expense over the lease term on a straight-line basis.

(ii) As lessor

Leases where the Group retains substantially all the risks and rewards of ownership of the asset are classified as operating leases. Initial direct costs incurred in negotiating an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same bases as rental income. The accounting policy for rental income is set out in Note 2.2(u)(iv).

(q) Income tax**(i) Current tax**

Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted by the reporting date.

Current taxes are recognised in profit or loss except to the extent that the tax relates to items recognised outside profit or loss, either in other comprehensive income or directly in equity.

(ii) Deferred tax

Deferred tax is provided using the liability method on temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

Deferred tax liabilities are recognised for all temporary differences, except:

- where the deferred tax liability arises from the initial recognition of goodwill or of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and
- in respect of taxable temporary differences associated with investments in subsidiaries and associates, where the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred tax assets are recognised for all deductible temporary differences, carry forward of unused tax credits and unused tax losses, to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised except:

- where the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and
- in respect of deductible temporary differences associated with investments in subsidiaries and associates, deferred tax assets are recognised only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are reassessed at each reporting date and are recognised to the extent that it has become probable that future taxable profit will allow the deferred tax assets to be utilised.

Notes to the Financial Statements

30 April 2011

2 SIGNIFICANT ACCOUNTING POLICIES (CONT'D.)

2.2 Summary of Significant Accounting Policies (Cont'd.)

(q) Income tax (cont'd.)

(ii) Deferred tax (cont'd.)

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the year when the asset is realised or the liability is settled, based on tax rates and tax laws that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss. Deferred tax items are recognised in correlation to the underlying transaction either in other comprehensive income or directly in equity and deferred tax arising from a business combination is adjusted against goodwill on acquisition.

Deferred tax assets and deferred tax liabilities are offset, if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

(r) Provisions

Provisions are recognised when the Group has a present obligation as a result of a past event and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation, and a reliable estimate of the amount can be made. Provisions are reviewed at each reporting date and adjusted to reflect the current best estimate. If there is no longer probable that an outflow of economic resources will be required to settle the obligation, the provision is reversed. Where the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, where appropriate, the risks specific to the liability. Where discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

(s) Employee benefits

(i) Short term benefits

Wages, salaries, bonuses and social security contributions are recognised as an expense in the year in which the associated services are rendered by employees of the Group and of the Company. Short term accumulating compensated absences such as paid annual leave are recognised when services are rendered by employees that increase their entitlement to future compensated absences. Short term non-accumulating compensated absences such as sick leave are recognised when the absences occur.

(ii) Defined contribution plans

Defined contribution plans are post-employment benefit plans under which the Group and the Company pays fixed contributions into separate entities or funds and will have no legal or constructive obligation to pay further contributions if any of the funds do not hold sufficient assets to pay all employee benefits relating to employee services in the current and preceding financial years. Such contributions are recognised as an expense in the profit or loss as incurred. As required by law, companies in Malaysia make such contributions to the Employees Provident Fund ("EPF"). Some of the Group's foreign subsidiaries also make contributions to its respective country's statutory pension schemes.

(iii) Retirement benefit obligations

Pension benefits are provided to employees of the Group's foreign subsidiaries through a defined benefit plan.

A defined benefit plan is a pension plan that defines an amount of pension benefit that an employee will receive on retirement, usually dependent on one or more factors such as age, years of service and salary. The legal obligation for any benefits from this kind of pension plan remains with the Group even if plan assets for funding the defined benefit plan have been acquired. Plan assets may include assets specifically designated to a long term benefit fund, as well as qualifying insurance policies.

2 SIGNIFICANT ACCOUNTING POLICIES (CONT'D.)**2.2 Summary of Significant Accounting Policies (Cont'd.)****(s) Employee benefits (cont'd.)****(iii) Retirement benefit obligations (cont'd.)**

The liability recognised in the consolidated statements of financial position for defined benefit plans is the present value of the defined benefit obligation ("DBO") at the reporting date less the fair value of plan assets, together with adjustments for unrecognised actuarial gains or losses and past service costs. The DBO is regularly calculated by independent actuaries using the projected unit credit method. The present value of the DBO is determined by discounting the estimated future cash outflows using interest rates of high quality corporate bonds that are denominated in the currency in which the benefits will be paid and that have terms to maturity approximating the terms of the related pension liability.

Actuarial gains and losses are not recognised in the profit or loss unless the total unrecognised gain or loss exceeds 10% of the greater of the obligation and related plan assets. The amount exceeding this 10% corridor is charged to or credited to profit or loss over the employees' expected average remaining working lives. Actuarial gains or losses within the 10% corridor are disclosed separately. Past service costs are recognised immediately in the profit or loss, unless the changes to the pension plan are conditional on the employees remaining in service for a specified period of time (the vesting period). In this case, the past service costs are amortised on a straight-line basis over the vesting period.

(t) Foreign currencies**(i) Functional and presentation currency**

The individual financial statements of each entity in the Group are measured using the currency of the primary economic environment in which the entity operates ("the functional currency"). The consolidated financial statements are presented in RM, which is also the Company's functional currency.

(ii) Foreign currency transactions

In preparing the financial statements of the individual entities, transactions in currencies other than the entity's functional currency (foreign currencies) are recorded in the functional currencies using the exchange rates prevailing at the dates of the transactions. At each reporting date, monetary items denominated in foreign currencies are translated at the rates prevailing on the reporting date. Non-monetary items carried at fair value that are denominated in foreign currencies are translated at the rates prevailing on the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rate at the date of transaction.

Exchange differences arising on the settlement of monetary items, and on the translation of monetary items, are included in profit or loss except for exchange differences arising on monetary items that form part of the Group's net investment in foreign operation. Exchange differences arising on monetary items that form part of the Group's net investment in foreign operation are recognised in equity until the disposal of the foreign operations, at which time they are recognised in profit or loss. However, the exchange differences arising on monetary items that form part of the Company's net investment in foreign operation, regardless of the currency of the monetary item, are recognised in the Company's profit or loss or the individual financial statements of the foreign operation, as appropriate.

Exchange differences arising on the translation of non-monetary items carried at fair value are included in profit or loss except for the differences arising on the translation of non-monetary items in respect of which gains and losses are recognised directly in equity. Exchange differences arising from such non-monetary items are recognised directly in equity.

(iii) Foreign operations

The results and financial position of the foreign operations that have a functional currency different from the presentation currency (RM) of the consolidated financial statements are translated into RM at the rates ruling at the reporting date for assets and liabilities. Income and expenses are translated at average exchange rates for the year, which approximates the exchange rates at the dates of the transaction. All resulting exchange differences are taken to the foreign currency translation reserve within equity. Goodwill and fair value adjustments arising on the acquisition of a foreign entity on or after 1 May 2006 are treated as assets and liabilities of the foreign operations and are recorded in the functional currency of the foreign operations and translated at the closing rate at the reporting date.

Notes to the Financial Statements

30 April 2011

2 SIGNIFICANT ACCOUNTING POLICIES (CONT'D.)

2.2 Summary of Significant Accounting Policies (Cont'd.)

(t) Foreign currencies (cont'd.)

(iii) Foreign operations (cont'd.)

Goodwill and fair value adjustment which arose on the acquisition of foreign subsidiaries before 1 May 2006 are deemed to be assets and liabilities of the parent company and are recorded in functional currency of the parent company at the rates prevailing at the date of acquisition.

The principal exchange rates used for each respective unit of foreign currencies ruling at the reporting date are as follows:

	2011 RM	2010 RM
1 United States Dollar ("USD")	2.9725	3.1895
1 Hong Kong Dollar ("HKD")	0.3826	0.4108
1 Philippine Peso ("Php")	0.0777	0.0715

(u) Revenue and other income recognition

Revenue and other income are recognised to the extent that it is probable that the economic benefits will flow to the Group and the revenue can be reliably measured. The following specific recognition criteria must also be met before revenue is recognised:

(i) Toto betting

Revenue from toto betting is recognised based on ticket sales, net of gaming tax relating to draw days within the financial year.

(ii) Dividend income

Dividend income from subsidiary and associated companies are recognised when the right to receive the dividend payment is established.

Dividend income from other investments is recognised on receipt basis.

(iii) Interest income

Interest income is recognised on an accrual basis unless recoverability is in doubt.

(iv) Rental income

Rental income, including those from investment properties, is recognised, on the accrual basis unless collection is in doubt, in which case, it is recognised on receipt basis.

(v) Management fee income

Management fee income is recognised on an accrual basis.

(vi) Lease of lottery equipment

Revenue from the lease of lottery equipment is recognised based on certain percentage of gross receipts from lottery ticket sales, excluding the foreign value-added tax.

(vii) Lottery and voting products sales, services and licencing income

Revenue from lottery and voting products sales, services and licencing income are recognised on the basis of shipment of products, performance of services and percentage-of-completion method for long term contracts. The percentage-of-completion is estimated by comparing the cost incurred to date against the estimated cost to completion. Revenue relating to the sale of certain assets, when the ultimate total collection is not reasonably assured, are being recorded under the cost recovery method.

2 SIGNIFICANT ACCOUNTING POLICIES (CONT'D.)

2.2 Summary of Significant Accounting Policies (Cont'd.)

(u) Revenue and other income recognition (cont'd.)

(viii) Property inventories

Revenue from sale of completed properties is recognised when the significant risks and rewards of ownership of the completed properties have been passed to the buyer.

(ix) Fitness centre operations

Membership fees

Membership fees are recognised on an accrual basis over the membership period. Membership fees received in advance are only recognised when they are due.

Revenue from services

Revenue from services arises from the provision of professional training to members. Revenue from services rendered is recognised when services are performed.

(x) Hotel operations

Revenue from room services

Revenue from room services are recognised when the services are rendered.

Sale of food, beverages and others

Revenue from sale of food, beverages and others are recognised upon delivery to and receipt of goods by the customers.

(xi) Other income

Other than the above, all other income are recognised on the accrual basis.

(v) Segmental reporting

For management purposes, the Group is organised into operating segments based on their products and services which are independently managed by the respective segment managers responsible for the performance of the respective segments under their charge. The segment managers report directly to the management of the Group who regularly review the segment results in order to allocate resources to the segments and to assess the segment performance.

The Group adopts business segment analysis as its primary reporting format and geographical segment analysis as its secondary reporting format.

Segment revenue and expenses are those directly attributable to the segments and include any joint revenue and expenses where a reasonable basis of allocation exists. Revenue and expenses do not include items arising on investing or financing activities.

Revenue presented under geographical segments are based on location of customer where sale is transacted.

Segment assets include all operating assets used by a segment and do not include items arising on investing or financing activities. Assets are allocated to a segment based on location of assets for that presented under geographical segments. Segment liabilities comprise operating liabilities and do not include liabilities arising on investing or financing activities such as bank borrowings.

Notes to the Financial Statements

30 April 2011

2 SIGNIFICANT ACCOUNTING POLICIES (CONT'D.)

2.2 Summary of Significant Accounting Policies (Cont'd.)

(w) Treasury shares

When shares of the Company that have not been cancelled are reacquired, the amount of consideration paid is recognised directly in equity. Reacquired shares are classified as treasury shares and presented as a deduction from total equity. No gain or loss is recognised in profit or loss on the purchase, sale, reissue or cancellation of treasury shares. When treasury shares are reissued by resale, the difference between the sales consideration and the carrying amount is recognised in equity.

(x) Contingencies

A contingent liability or asset is a possible obligation or asset that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of uncertain future event(s) not wholly within the control of the Group and of the Company.

Contingent liabilities and assets are not recognised in the statements of financial position of the Group and of the Company.

2.3 Changes in Accounting Policies and Effects Arising From Application of New and Revised FRSs

The accounting policies adopted are consistent with those of the previous financial year except as follows:

On 1 May 2010, the Group and the Company adopted the following new and amended FRSs and IC Interpretations mandatory for annual financial periods beginning on or after 1 May 2010.

Effective for financial periods beginning on or after 1 July 2009

FRS 8 : Operating Segments

Effective for financial periods beginning on or after 1 January 2010

FRS 4 : Insurance Contracts
FRS 7 : Financial Instruments: Disclosures
FRS 101 : Presentation of Financial Statements (revised)
FRS 123 : Borrowing Costs
FRS 139 : Financial Instruments: Recognition and Measurement
Amendments to FRS 1 : First-time Adoption of Financial Reporting Standards and FRS 127: Consolidated and Separate Financial Statements: Cost of an Investment in a Subsidiary, Jointly Controlled Entity or Associate
Amendments to FRS 2 : Share-based Payment - Vesting Conditions and Cancellations
Amendments to FRS 5 : Non-current Assets Held for Sale and Discontinued Operations
Amendments to FRS 8 : Operating Segments
Amendments to FRS 108: Accounting Policies, Changes in Accounting Estimates and Errors
Amendments to FRS 117: Leases
Amendments to FRS 119: Employee Benefits
Amendments to FRS 120: Accounting for Government Grants and Disclosure of Government Assistance
Amendments to FRS 123: Borrowing Costs
Amendments to FRS 127: Consolidated and Separate Financial Statements
Amendments to FRS 128: Investments in Associates
Amendments to FRS 129: Financial Reporting in Hyperinflationary Economies
Amendments to FRS 131: Interests in Joint Ventures
Amendments to FRS 132: Financial Instruments: Presentation
Amendments to FRS 134: Interim Financial Reporting
Amendments to FRS 138: Intangible Assets
Amendments to FRS 139: Financial Instruments: Recognition and Measurement, FRS 7: Financial Instruments: Disclosures and IC Interpretation 9: Reassessment of Embedded Derivatives
Amendments to FRS 140: Investment Property
Amendments to FRSs 'Improvements to FRSs (2009)
IC Interpretation 9 : Reassessment of Embedded Derivatives

2 SIGNIFICANT ACCOUNTING POLICIES (CONT'D.)**2.3 Changes in Accounting Policies and Effects Arising From Application of New and Revised FRSs (Cont'd.)****Effective for financial periods beginning on or after 1 January 2010 (cont'd.)**

IC Interpretation 10	: Interim Financial Reporting and Impairment
IC Interpretation 11	: FRS 2 - Group and Treasury Share Transactions
IC Interpretation 13	: Customer Loyalty Programmes
IC Interpretation 14	: FRS 119 - The Limit on a Defined Benefit Asset, Minimum Funding Requirements and their Interaction
Technical Release i - 3	: Presentation of Financial Statements of Islamic Financial Institutions

Effective for financial periods beginning on or after 1 March 2010

Amendments to FRS 132: Classification of Rights Issues

Adoption of the above standards and interpretations did not have any effect on the financial performance or position of the Group and the Company except for those discussed below:

FRS 7: Financial Instruments: Disclosure

Prior to 1 May 2010, information about financial instruments was disclosed in accordance with the requirements of FRS 132: Financial Instruments: Disclosure and Presentation.

FRS 7 introduces new disclosures to improve the information about financial instruments. It requires the disclosure of qualitative and quantitative information about exposure to risks arising from financial instruments, including specified minimum disclosures about credit risk, liquidity risk and market risk, including sensitivity analysis to market risk.

The Group and the Company have applied FRS 7 prospectively in accordance with the transitional provisions. Hence, the new disclosures have not been applied to the comparatives. The new disclosures are included throughout the Group's and the Company's financial statements for the year ended 30 April 2011.

FRS 8: Operating Segments

FRS 8, which replaces FRS 114: Segment Reporting, specifies how an entity should report information about its operating segments, based on information about the components of the entity that is available to the chief operating decision maker for the purposes of allocating resources to the segments and assessing their performance. The Standard also requires the disclosure of information about the products and services provided by the segments, the geographical areas in which the Group operates, and revenue from the Group's major customers. The Group concluded that the reportable operating segments determined in accordance with FRS 8 are the same as the business segments previously identified under FRS 114 and hence there is no impact on how the Group reports information about its operating segments.

FRS 101: Presentation of Financial Statements (Revised)

The revised FRS 101 introduces changes in the presentation and disclosures of financial statements. The revised Standard separates owner and non-owner changes in equity. The statement of changes in equity includes only details of transactions with owners, with all non-owner changes in equity presented as a single line. The Standard also introduces the statement of comprehensive income, with all items of income and expense recognised in income statement, together with all other items of recognised income and expense recognised directly in equity, either in one single statement, or in two linked statements. The Group and the Company have elected to present this statement as two linked statements.

In addition, a statement of financial position is required at the beginning of the earliest comparative period following a change in accounting policy, the correction of an error or the classification of items in the financial statements.

The revised FRS 101 also requires the Group to make new disclosures to enable users of the financial statements to evaluate the Group's objectives, policies and processes for managing capital (see Note 43).

The revised FRS 101 was adopted retrospectively by the Group and the Company.

Notes to the Financial Statements

30 April 2011

2 SIGNIFICANT ACCOUNTING POLICIES (CONT'D.)

2.3 Changes in Accounting Policies and Effects Arising From Application of New and Revised FRSS (Cont'd.)

Amendments to FRS 117: Leases

Prior to 1 May 2010, for all leases of land and buildings, if title is not expected to pass to the lessee by the end of the lease term, the lessee normally does not receive substantially all the risks and rewards incidental to ownership.

Hence, all leasehold land held for own use was classified as operating lease and where necessary, the minimum lease payments or the up-front payments made were allocated between the land and the buildings elements in proportion to the relative fair values for leasehold interests in the land element and buildings element of the lease at the inception of the lease. The up-front payment allocated to the land represented prepaid lease payments and were amortised on a straight-line basis over the lease term.

The amendments to FRS 117: Leases clarify that leases of land and buildings are classified as operating or finance leases in the same way as leases of other assets. They also clarify that the present value of the residual value of the property in a lease with a term of several decades would be negligible and accounting for the land element as a finance lease in such circumstances would be consistent with the economic position of the lessee. Hence, the adoption of the amendments to FRS 117 has resulted in certain unexpired land leases to be reclassified as finance leases. The Company has applied this change in accounting policy retrospectively and certain comparatives have been restated. The following are effects to the consolidated statement of financial position and income statement for the financial year ended 30 April 2010 arising from the above change in accounting policy:

	Increase/ (Decrease) RM'000
Consolidated statement of financial position	
Property, plant and equipment	2,800
- Cost	(95)
- Accumulated depreciation	(2,667)
Prepaid land lease payments	(38)
Receivables	(38)
Consolidated income statement	
Amortisation of prepaid land lease payments	(38)
Depreciation	38

The following comparatives have been restated:

	As previously reported RM'000	Reclassification RM'000	As Restated RM'000
As at 30 April 2010			
Prepaid land lease payments	2,667	(2,667)	-
Receivables (Note 11)	101,737	(38)	101,699
Property, plant and equipment (Note 3)			
- Cost	229,147	2,800	231,947
- Accumulated depreciation	(135,151)	(95)	(135,246)
Depreciation (Notes 3 and 30)	18,486	38	18,524
Amortisation of prepaid land lease payments (Note 30)	38	(38)	-
As at 30 April 2009			
Prepaid land lease payments	2,705	(2,705)	-
Receivables (Note 11)	50,483	(38)	50,445
Property, plant and equipment (Note 3)	98,362	2,743	101,105

2 SIGNIFICANT ACCOUNTING POLICIES (CONT'D.)

2.3 Changes in Accounting Policies and Effects Arising From Application of New and Revised FRSs (Cont'd.)

FRS 139: Financial Instruments: Recognition and Measurement

FRS 139 establishes principles for recognising and measuring financial assets, financial liabilities and some contracts to buy and sell non-financial items. The Group and the Company have adopted FRS 139 prospectively on 1 May 2010 in accordance with the transitional provisions. The effects arising from the adoption of this Standard has been accounted for by adjusting the opening balance of retained earnings as at 1 May 2010. Comparatives are not restated. The details of the changes in accounting policies and the effects arising from the adoption of FRS 139 are discussed below:

(i) Equity instruments

Prior to 1 May 2010, the Group classified its investment in equity instruments which were held for non-trading purposes as non-current investments. Such investments were carried at cost less impairment losses. Upon the adoption of FRS 139, these investments, except for those whose fair value cannot be reliably measured, are designated at 1 May 2010 as available-for-sale financial assets and accordingly are stated at their fair values as at the date amounting to RM20,920,000. The adjustments to their previous carrying amounts are recognised as adjustments to the opening balance of fair value adjustment reserve as at 1 May 2010. Investments in equity instruments whose fair value cannot be reliably measured amounting to RM4,530,000 at 1 May 2010 continued to be carried at cost less impairment losses.

(ii) Impairment of trade and other receivables

Prior to 1 May 2010, provision for doubtful debts was recognised when it was considered uncollectible. Upon the adoption of FRS 139, an impairment loss is recognised when there is objective evidence that an impairment loss has been incurred. The amount of the loss is measured as the difference between the receivable's carrying amount and the present value of the estimated future cash flows discounted at the receivable's original effective interest rate. As at 1 May 2010, the Group has re-measured and assessed the allowance for impairment losses as at that date in accordance with FRS 139 and there was no further adjustment required.

(iii) Financial guarantee contracts

During the current and prior years, the Company provided financial guarantees to financial institutions in connection with bank borrowings and medium term notes granted to its subsidiary. Prior to 1 May 2010, the Company did not provide for such guarantees unless it was more likely than not that guarantees would be called upon. The guarantees were disclosed as contingent liabilities. Upon the adoption of FRS 139, financial guarantees issued by the Company are recognised as financial liabilities and are measured at their initial fair value less accumulated amortisation as at 1 May 2010.

The Company has assessed the financial guarantee contracts and concluded that the guarantees are not likely to be called upon by the financial institutions.

(iv) Inter-company loans

During the current and prior years, the Company granted interest-free loans and advances to some of its subsidiary companies. Prior to 1 May 2010, these loans and advances were recorded at cost in the Company's financial statements were classified as current assets.

Upon adoption of FRS 139, these inter-company loans and advances continue to be classified as current assets as these loans and advances are repayable on demand.

Financial Impact

In accordance with the transitional provisions for first time adoption of FRS 139, the above changes are applied prospectively and the comparatives as at 30 April 2010 are not restated. Instead, the changes have been accounted for by restating the following opening balances in the statement of financial position as at 1 May 2010.

Notes to the Financial Statements

30 April 2011

2 SIGNIFICANT ACCOUNTING POLICIES (CONT'D.)

2.3 Changes in Accounting Policies and Effects Arising From Application of New and Revised FRSs (Cont'd.)

Financial Impact (cont'd)

	As previously reported RM'000	Effects of adoption of FRS 139 RM'000	As restated RM'000
Group			
Other investments - available-for-sale (Note 6)	23,119	2,522	25,641
Payables			
- current (Note 27) - agency deposits	240,828	37,202	278,030
- non-current (Note 25(b)) - agency deposits	38,313	(37,202)	1,111
Retained earnings	344,277	(4,442)	339,835
Available-for-sale reserve (Note 19)	-	6,964	6,964

2.4 Standards and Interpretations Issued but Not Yet Effective

At the date of authorisation of these financial statements, the following new FRSs, Amendments to FRSs, Interpretations and Technical Releases were issued but not yet effective and have not been applied by the Group and the Company:

Effective for financial periods beginning on or after 1 July 2010

FRS 3	: Business Combinations (revised)
FRS 127	: Consolidated and Separate Financial Statements (amended)
Amendments to FRS 1	: First-time Adoption of Financial Reporting Standards (Revised in 2010)
Amendments to FRS 2	: Share-based Payment (Amendments relating to scope of FRS 2 and revised FRS 3)
Amendments to FRS 5	: Non-current Assets Held for Sale and Discontinued Operations
Amendments to FRS 138:	Intangible Assets
Amendments to	
IC Interpretation 9	: Reassessment of Embedded Derivatives
IC Interpretation 12	: Service Concession Arrangements
IC Interpretation 15	: Agreements for Construction of Real Estate
IC Interpretation 16	: Hedges of Net Investments in a Foreign Operation
IC Interpretation 17	: Distributions of Non-cash Assets to Owners

Effective for financial periods beginning on or after 1 January 2011

Amendments to FRS 1	: Limited Exemption from Comparative FRS 7 Disclosures First-time Adopters
Amendments to FRS 1	: Additional Exemptions for First-time Adopters
Amendments to FRS 1	: Improvements to FRSs (2010)
Amendments to FRS 2	: Group Cash-settled Share-based Payment Transactions
Amendments to FRS 3	: Improvements to FRSs (2010)
Amendments to FRS 7	: Improving Disclosures about Financial Instruments
Amendments to FRS 7	: Improvements to FRSs (2010)
Amendments to FRS 101:	Improvements to FRSs (2010)
Amendments to FRS 121:	Improvements to FRSs (2010)
Amendments to FRS 128:	Improvements to FRSs (2010)
Amendments to FRS 131:	Improvements to FRSs (2010)
Amendments to FRS 132:	Improvements to FRSs (2010)
Amendments to FRS 134:	Improvements to FRSs (2010)
Amendments to FRS 139:	Improvements to FRSs (2010)
IC Interpretation 4	: Determining whether an Arrangement contains a Lease
IC Interpretation 18	: Transfers of Assets from Customers
Technical Release 3	: Guidance on Disclosures of Transitions to IFRSs
Technical Release i-4	: Shariah Complaint Sale Contracts

Effective for financial periods beginning on or after 1 January 2012

FRS 124	: Related Party Disclosures
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2 SIGNIFICANT ACCOUNTING POLICIES (CONT'D.)

2.4 Standards and Interpretations Issued but Not Yet Effective (Cont'd.)

Unless otherwise described below, the new FRSs, Amendments to FRSs, Interpretations and Technical Releases above are expected to have no significant impact on the financial statements of the Group and the Company upon their initial application except for the changes in presentation and disclosures of financial information arising from the adoption of all the above FRSs, Amendments to FRSs, Interpretations and Technical Releases.

Revised FRS 3: Business Combinations and Amendments to FRS 127: Consolidated and Separate Financial Statements

The revised FRS 3 introduces a number of changes in the accounting for business combinations occurring after 1 July 2010. These changes will impact the amount of goodwill recognised, the reported results in the period that an acquisition occurs, and future reported results.

The revised FRS 127 requires that a change in the ownership interest of a subsidiary (without loss of control) is accounted for as an equity transaction. Therefore, such transactions will no longer give rise to goodwill, neither will they give rise to a gain or loss. Furthermore, the amended standard changes the accounting for losses incurred by the subsidiary as well as the loss of control of a subsidiary.

The changes to revised FRS 3 and revised FRS 127 will affect future acquisitions or loss of control and transactions with non-controlling interests. These standards may be early adopted. However, the Group does not intend to early adopt these standards.

2.5 Significant Accounting Estimates and Judgements

The preparation of the Group's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenue, expenses, assets and liabilities, and the disclosure of contingent liabilities at the reporting date. However, uncertainty about these assumptions and estimates could result in outcomes that could require a material adjustment to the carrying amount of the asset or liability affected in the future.

(a) Critical judgements made in applying accounting policies

The following are the judgements made by the management in the process of applying the Group's accounting policies that have the most significant effect on the amounts recognised in the financial statements.

(i) Classification between investment properties and property, plant and equipment

The Group has developed certain criteria based on FRS 140 in making judgement whether a property qualifies as an investment property. Investment property is a property held to earn rentals or for capital appreciation or both.

Some properties comprise a portion that is held to earn rentals or for capital appreciation and another portion that is held for own use. Since these properties cannot be sold separately and the portion held for own use is insignificant, the Group has classified the whole of the properties as investment properties.

(ii) Leases - As lessor

The Group has entered into commercial property leases on its investment property portfolio. The Group has determined that it retains all the significant risks and rewards ownership of these properties which are leased out on operating leases.

(iii) Impairment of available-for-sale investments

The Group reviews its debt securities classified as available-for-sale investments at each reporting date to assess whether they are impaired. The Group also records impairment charges on available-for-sale equity investments when there has been a significant or prolonged decline in the fair value below their cost.

Notes to the Financial Statements

30 April 2011

2 SIGNIFICANT ACCOUNTING POLICIES (CONT'D.)

2.5 Significant Accounting Estimates and Judgements (Cont'd.)

(a) Critical judgements made in applying accounting policies (cont'd.)

(iii) Impairment of available-for-sale investments (cont'd.)

The determination of what is "significant" or "prolonged" requires judgement. In making this judgement, the Group evaluates, among other factors, historical share price movements and the duration and extent to which the fair value of an investment is less than its cost. During the year, the Group impaired quoted and unquoted equity instruments with "significant" decline in fair value greater than 20% or "prolonged" period, being greater than 12 months.

(b) Key sources of estimation uncertainty

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below:

(i) Impairment of goodwill

The Group determines whether goodwill is impaired at least on an annual basis. This requires an estimation of the value-in-use of the CGU to which goodwill is allocated. Estimating a value-in-use amount requires management to make an estimate of the expected future cash flows from the CGU and also to choose a suitable discount rate in order to calculate the present value of those cash flows. The carrying amount of goodwill as at 30 April 2011 was RM642,710,000 (2010 : RM643,910,000). Further details are disclosed in Note 9.

(ii) Impairment of loans and receivables

The Group assesses at each reporting date whether there is any objective evidence that a financial asset is impaired. To determine whether there is objective evidence of impairment, the Group considers factors such as the probability of insolvency or significant financial difficulties of the debtor and default or significant delay in payments.

Where there is objective evidence of impairment, the amount and timing of future cash flows are estimated based on historical loss experience for assets with similar credit risk characteristics. The carrying amount of the Group's loans and receivables at the reporting date is disclosed in Note 11.

(iii) Deferred tax assets

Deferred tax assets are recognised for all unused tax losses and unabsorbed capital allowances to the extent that it is probable that taxable profit will be available against which the losses and capital allowances can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and level of future taxable profits together with future tax planning strategies.

(iv) Useful life of property, plant and equipment

The Group estimates the useful lives of property, plant and equipment based on the period over which the assets are expected to be available for use. The estimated useful lives of property, plant and equipment are reviewed periodically and are updated if expectations differ from previous estimate due to physical wear and tear, technical or commercial obsolescence and legal or other limits on the use of the assets.

3 PROPERTY, PLANT AND EQUIPMENT

Group

	Net book value as at 1 May 2010			Additions RM'000	Disposals RM'000	Write-off RM'000	Reclassi- fications RM'000	Translation exchange differences RM'000	Depreciation RM'000	Net book value as at 30 April 2011 RM'000
	As previously reported RM'000	Effect of adopting FRS 117 RM'000	As restated RM'000							
As at 30 April 2011										
Building - hotel	-	-	-	45,843	-	-	-	18	(935)	44,926
Land and buildings - shoplots	2,536	2,705	5,241	557	-	-	-	-	(108)	5,690
Plant and machinery	498	-	498	-	-	-	-	(33)	(75)	390
Computer equipment	45,766	-	45,766	5,157	(96)	-	(89)	(259)	(11,908)	38,571
Office equipment	3,681	-	3,681	1,680	(40)	(32)	-	(18)	(1,039)	4,232
Furniture and fittings	4,144	-	4,144	215	-	(1)	-	(1)	(686)	3,671
Motor vehicles	23,843	-	23,843	6,604	(259)	-	-	(22)	(4,538)	25,628
Renovations	12,577	-	12,577	1,364	(44)	(17)	-	(13)	(2,339)	11,528
Gym equipment	948	-	948	5	-	-	-	-	(193)	760
Capital work-in-progress	3	-	3	57	-	-	89	-	-	149
Hotel and kitchen equipment and utensils	-	-	-	365	-	-	-	-	(10)	355
	93,996	2,705	96,701	61,847	(439)	(50)	-	(328)	(21,831)	135,900

	Net book value as at 1 May 2009			Additions RM'000	Disposals RM'000	Write-off RM'000	Reclassi- fications RM'000	Translation exchange differences RM'000	Depreciation RM'000 (Restated)	Net book value as at 30 April 2010 RM'000 (Restated)
	As previously reported RM'000	Effect of adopting FRS 117 RM'000	As restated RM'000							
As at 30 April 2010										
Land and buildings - shoplots	2,598	2,743	5,341	-	-	-	-	-	(100)	5,241
Plant and machinery	11	-	11	16	-	-	482	(1)	(10)	498
Computer equipment	52,487	-	52,487	6,415	(12)	(3,191)	-	926	(10,859)	45,766
Office equipment	3,489	-	3,489	1,104	(57)	(7)	-	(14)	(834)	3,681
Furniture and fittings	4,715	-	4,715	107	-	(5)	-	-	(673)	4,144
Motor vehicles	22,532	-	22,532	5,852	(577)	-	-	(17)	(3,947)	23,843
Renovations	11,988	-	11,988	2,696	-	-	-	(22)	(2,085)	12,577
Gym equipment	-	-	-	964	-	-	-	-	(16)	948
Capital work-in-progress	542	-	542	-	-	-	(482)	(57)	-	3
	98,362	2,743	101,105	17,154	(646)	(3,203)	-	815	(18,524)	96,701

Notes to the Financial Statements

30 April 2011

3 PROPERTY, PLANT AND EQUIPMENT (CONT'D.)

Group

	Cost RM'000	Accumulated depreciation RM'000	Net book value RM'000
As at 30 April 2011			
Building - hotel	45,843	(917)	44,926
Land and buildings - shoplots	6,462	(772)	5,690
Plant and machinery	2,004	(1,614)	390
Computer equipment	142,454	(103,883)	38,571
Office equipment	11,550	(7,318)	4,232
Furniture and fittings	7,307	(3,636)	3,671
Motor vehicles	51,143	(25,515)	25,628
Renovations	20,929	(9,401)	11,528
Gym equipment	969	(209)	760
Capital work-in-progress	149	–	149
Hotel and kitchen equipment and utensils	365	(10)	355
	289,175	(153,275)	135,900

	← As previously reported RM'000	Cost Effect of adopting FRS 117 RM'000	→ As restated RM'000	← As previously reported RM'000	Accumulated depreciation Effect of adopting FRS 117 RM'000	→ As restated RM'000	Net book value RM'000
As at 30 April 2010							
Land and buildings - shoplots	3,106	2,800	5,906	(570)	(95)	(665)	5,241
Plant and machinery	2,163	–	2,163	(1,665)	–	(1,665)	498
Computer equipment	139,384	–	139,384	(93,618)	–	(93,618)	45,766
Office equipment	9,949	–	9,949	(6,268)	–	(6,268)	3,681
Furniture and fittings	7,124	–	7,124	(2,980)	–	(2,980)	4,144
Motor vehicles	46,283	–	46,283	(22,440)	–	(22,440)	23,843
Renovations	20,171	–	20,171	(7,594)	–	(7,594)	12,577
Gym equipment	964	–	964	(16)	–	(16)	948
Capital work-in-progress	3	–	3	–	–	–	3
	229,147	2,800	231,947	(135,151)	(95)	(135,246)	96,701

Net book value of property, plant and equipment of the Group held under hire purchase arrangements are as follows:

	Group	
	2011 RM'000	2010 RM'000 (Restated)
Computer equipment	84	116
Office equipment	103	115
Gym equipment	675	938
	862	1,169

3 PROPERTY, PLANT AND EQUIPMENT (CONT'D.)

Company

	Net book value as at 1 May 2010 RM'000	Additions RM'000	Write-off RM'000	Depreciation RM'000	Net book value as at 30 April 2011 RM'000
As at 30 April 2011					
Computer equipment	155	–	–	(118)	37
Office equipment	146	2	–	(25)	123
Furniture and fittings	3,148	98	–	(520)	2,726
Motor vehicles	37	112	–	(8)	141
Renovations	1,943	128	–	(321)	1,750
	5,429	340	–	(992)	4,777

	Net book value as at 1 May 2009 RM'000	Additions RM'000	Write-off RM'000	Depreciation RM'000	Net book value as at 30 April 2010 RM'000
As at 30 April 2010					
Computer equipment	273	6	–	(124)	155
Office equipment	163	8	–	(25)	146
Furniture and fittings	3,644	22	(4)	(514)	3,148
Motor vehicles	52	–	–	(15)	37
Renovations	2,245	15	–	(317)	1,943
	6,377	51	(4)	(995)	5,429

	Cost RM'000	Accumulated depreciation RM'000	Net book value RM'000
As at 30 April 2011			
Computer equipment	736	(699)	37
Office equipment	243	(120)	123
Furniture and fittings	5,246	(2,520)	2,726
Motor vehicles	287	(146)	141
Renovations	3,305	(1,555)	1,750
	9,817	(5,040)	4,777
As at 30 April 2010			
Computer equipment	736	(581)	155
Office equipment	241	(95)	146
Furniture and fittings	5,148	(2,000)	3,148
Motor vehicles	175	(138)	37
Renovations	3,177	(1,234)	1,943
	9,477	(4,048)	5,429

Notes to the Financial Statements

30 April 2011

4 INVESTMENT IN SUBSIDIARY COMPANIES

	Company	
	2011 RM'000	2010 RM'000
Unquoted shares, at cost	1,192,847	1,192,847

Details of the subsidiary companies are as follows:

Name of Company	Country of Incorporation	Principal Activities	Equity Interest	
			2011 %	2010 %
Subsidiary companies of Berjaya Sports Toto Berhad				
FEAB Properties Sdn Bhd	Malaysia	Property investment and development and investment holding	100	100
FEAB Land Sdn Bhd	Malaysia	Property development and property investment	100	100
FEAB Equities Sdn Bhd	Malaysia	Dormant	100	100
Sports Toto Fitness Sdn Bhd	Malaysia	Operations of health and fitness centre	100	100
STM Resort Sdn Bhd	Malaysia	Property investment	100	100
Sports Toto Malaysia Sdn Bhd	Malaysia	Toto betting operations	100	100
Magna Mahsuri Sdn Bhd	Malaysia	Property investment and investment holding	100	100
Berjaya-ILTS Limited #	Hong Kong	Dormant	100	100
Subsidiary company of FEAB Land Sdn Bhd				
FEAB Realty Sdn Bhd	Malaysia	Dormant	100	100
Subsidiary companies of Sports Toto Malaysia Sdn Bhd				
Sports Toto Products Sdn Bhd	Malaysia	Dormant	100	100
Sports Toto Apparel Sdn Bhd	Malaysia	Dormant	100	100
Sports Toto Computer Sdn Bhd	Malaysia	Computer consultancy services	100	100
Subsidiary company of Magna Mahsuri Sdn Bhd				
Berjaya Sports Toto (Cayman) Limited ("BSTC")	Cayman Islands	Investment holding	100	100
Subsidiary company of Berjaya Sports Toto (Cayman) Limited				
Berjaya Lottery Management (HK) Limited ("BLM") #	Hong Kong	Investment holding	100	100

4 INVESTMENT IN SUBSIDIARY COMPANIES (CONT'D.)

Name of Company	Country of Incorporation	Principal Activities	Equity Interest 2011 %	2010 %
Subsidiary companies of Berjaya Lottery Management (HK) Limited				
Berjaya Philippines Inc. *	Philippines	Investment holding	^ 72.33	72.33
International Lottery & Totalizator Systems, Inc. *	United States of America	Manufacturer and distributor of computerised lottery and voting systems	71.32	71.32
Subsidiary companies of Berjaya Philippines Inc. ("BPI")				
Philippine Gaming Management Corporation *	Philippines	Leasing of on-line lottery equipment	100	100
Perdana Hotel Philippines Inc. *	Philippines	Operation of a hotel in the Philippines	100	100
Subsidiary companies of International Lottery & Totalizator Systems, Inc.				
ILTS.Com, Inc. *	United States of America	Dormant	100	100
Unisyn Voting Solutions, Inc. *	United States of America	Develops, manufactures and provision of licenses and supports for voting systems	100	100
International Totalizator Systems, Inc. *	United States of America	Dormant	100	100

* Audited by firms of auditors other than Ernst & Young

Audited by other member firm of Ernst & Young Global

^ The total equity interests held by BSTC group in BPI is 88.26% (2010 : 88.26%) and it is held by the following companies respectively:

	2011	2010
i) BLM	72.33%	72.33%
ii) BSTC	15.93%	15.93%
	88.26%	88.26%

Certain quoted shares pledged for credit facility granted to the Company as disclosed in Notes 23. These shares have been discharged during the financial year upon full settlement of the borrowings.

The medium term notes issued by a wholly-owned subsidiary company are secured by a third party first equitable charge over the unquoted shares of the said subsidiary company as disclosed in Note 24.

Notes to the Financial Statements

30 April 2011

5 INVESTMENT IN ASSOCIATED COMPANIES

	Group		Company	
	2011 RM'000	2010 RM'000 (Restated)	2011 RM'000	2010 RM'000
Unquoted shares, at cost	10,614	10,614	3,557	3,557
Less: Share of post-acquisition losses	(5,020)	(3,687)	–	–
	5,594	6,927	3,557	3,557
Less: Accumulated impairment losses	(3,356)	(3,356)	(1,441)	(10)
	2,238	3,571	2,116	3,547

Details of the associated companies are as follows:

Name of Company	Country of Incorporation	Principal Activities	Equity Interest	
			2011 %	2010 %
Associated companies of Berjaya Sports Toto Berhad				
Berjaya Racing Management Sdn Bhd	Malaysia	Dormant	20	20
Berjaya Lottery Vietnam Limited	Malaysia	Investment holding	20	20
Associated company of Berjaya Sports Toto (Cayman) Limited				
Suncoast Limited ("Suncoast") *	British Virgin Islands	Dormant	48	48
Associated company of FEAB Properties Sdn Bhd				
Cashsystems Asia Technology Sdn Bhd ("Cashsystems") *	Malaysia	Dormant under receivership	30	30
Associated company of Berjaya Philippines Inc.				
Perdana Land Philippines Inc. *	Philippines	Acquire, develop or lease real estate	40	40

* Audited by firms of auditors other than Ernst & Young

The financial statements of the above associated companies are coterminous with those of the Group except for Suncoast and Cashsystems which have financial year end of 31 December.

The summarised financial information of the associates are as follows:

	2011 RM'000	2010 RM'000
Assets and liabilities		
Total non-current assets	6,189	–
Total current assets	12,915	23,390
Total current liabilities	8,536	7,381
Results		
Loss for the year	5,442	1,013

6 LONG TERM INVESTMENTS

	Group		Company	
	2011 RM'000	2010 RM'000	2011 RM'000	2010 RM'000
Non-current				
Available-for-sale financial assets				
Carrying amount:				
<u>Equity instruments</u>				
- Quoted shares in Malaysia	15,787	11,031	-	-
- Quoted shares outside Malaysia	4,738	2,921	-	-
- Quoted warrants in Malaysia	1,925	731	-	-
- Quoted loan stocks in Malaysia	1,984	661	-	-
- Unquoted shares	785	-	-	-
- Unquoted loan stocks	2,265	4,530	-	-
- Malaysian Government Securities	3,070	3,054	-	-
	30,554	22,928	-	-
Club memberships	191	191	113	113
	30,745	23,119	113	113
Market value:				
- Quoted shares in Malaysia	15,787	11,031	-	-
- Quoted shares outside Malaysia	4,738	3,170	-	-
- Quoted warrants in Malaysia	1,925	831	-	-
- Quoted loan stocks in Malaysia	1,984	2,835	-	-
- Malaysian Government Securities	3,070	3,054	-	-

* Prior to 1 May 2010, the non-current investments are stated at cost less impairment.

The investment in Malaysian Government Securities is deposited with the Malaysian Government in accordance with the Pool Betting Act, 1967 in connection with the issue of the pool betting licence and yields interest at 4.24% (2010 : 4.24%) per annum.

7 INVESTMENT PROPERTIES

	Group	
	2011 RM'000	2010 RM'000
At 1 May	74,231	73,166
Additions	4,362	440
Fair value adjustments (Note 31)	2,183	1,725
Transfer to non-current assets classified as held for sale	-	(1,100)
At 30 April	80,776	74,231
The carrying amount of investment properties held under lease terms are as follows:		
Leasehold land	2,580	2,850
Buildings	2,280	2,320
	4,860	5,170

The fair value of the investment properties was valued by the Directors based on comparable available market data.

The application for the strata titles of the leasehold land and buildings of certain subsidiary companies have been submitted to the relevant authority for processing.

During the previous financial year, a subsidiary company entered into an agreement to dispose an investment property. The investment property with a carrying amount of RM1,100,000 was presented as asset held for sale as at 30 April 2010. This disposal was completed during the current financial year.

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8 DEFERRED TAX (ASSETS) / LIABILITIES

	Group		Company	
	2011 RM'000	2010 RM'000	2011 RM'000	2010 RM'000
At 1 May	(7,545)	(3,504)	326	354
Recognised in the income statement (Note 35)	1,764	(4,062)	–	(28)
Exchange differences	26	21	–	–
At 30 April	(5,755)	(7,545)	326	326
Presented after appropriate offsetting as follows:				
Deferred tax assets	(8,820)	(9,674)	–	–
Deferred tax liabilities	3,065	2,129	326	326
	(5,755)	(7,545)	326	326

The components and movements of deferred tax assets and liabilities during the financial year prior to offsetting are as follows:

Deferred Tax Assets of the Group:

	At 1 May RM'000	Recognised in the income statement RM'000	Exchange differences RM'000	At 30 April RM'000
2011				
Retirement cost obligation	(410)	(74)	16	(468)
Payables	(22,222)	2,369	–	(19,853)
Receivables	(66)	5	2	(59)
Tax losses and unabsorbed capital allowances	(2,548)	587	12	(1,949)
	(25,246)	2,887	30	(22,329)
Less: set-off against deferred tax liabilities				13,509
				(8,820)
2010				
Retirement cost obligation	(392)	(28)	10	(410)
Payables	(19,474)	(2,749)	1	(22,222)
Receivables	(40)	(27)	1	(66)
Tax losses and unabsorbed capital allowances	(2,560)	–	12	(2,548)
	(22,466)	(2,804)	24	(25,246)
Less: set-off against deferred tax liabilities				15,572
				(9,674)

8 DEFERRED TAX (ASSETS) / LIABILITIES (CONT'D.)

Deferred Tax Liabilities of the Group:

	At 1 May RM'000	Recognised in the income statement RM'000	Exchange differences RM'000	At 30 April RM'000
2011				
Accelerated capital allowances	12,946	(1,636)	–	11,310
Investment properties	4,629	515	–	5,144
Others	126	(2)	(4)	120
	17,701	(1,123)	(4)	16,574
Less: set-off against deferred tax assets				(13,509)
				3,065
2010				
Accelerated capital allowances	14,708	(1,762)	–	12,946
Investment properties	4,254	375	–	4,629
Others	–	129	(3)	126
	18,962	(1,258)	(3)	17,701
Less: set-off against deferred tax assets				(15,572)
				2,129

Deferred Tax Assets of the Company:

	At 1 May RM'000	Recognised in the income statement RM'000	At 30 April RM'000
2011			
Other payables	(12)	1	(11)
Unabsorbed capital allowances	(128)	–	(128)
	(140)	1	(139)
Less: set-off against deferred tax liability			139
			–
2010			
Other payables	(11)	(1)	(12)
Unabsorbed capital allowances	(128)	–	(128)
	(139)	(1)	(140)
Less: set-off against deferred tax liability			140
			–

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30 April 2011

8 DEFERRED TAX (ASSETS) / LIABILITIES (CONT'D)

Deferred Tax Liability of the Company:

	At 1 May RM'000	Recognised in the income statement RM'000	At 30 April RM'000
2011			
Accelerated capital allowances	466	(1)	465
Less: set-off against deferred tax assets			(139)
			326
2010			
Accelerated capital allowances	493	(27)	466
Less: set-off against deferred tax assets			(140)
			326

Deferred tax assets have not been recognised in respect of the following items:

	Group		Company	
	2011 RM'000	2010 RM'000	2011 RM'000	2010 RM'000
Unutilised tax losses				
- Malaysian income tax	13,654	11,635	4,456	2,480
- foreign tax	8,086	19,680	-	-
Unabsorbed capital allowances	1,140	1,120	-	-
	22,880	32,435	4,456	2,480

Deferred tax asset has not been recognised in respect of the unutilised tax losses and unabsorbed capital allowance as it is not probable that future taxable profits from a business source as defined by the Malaysian tax legislature will be available against which the unutilised tax losses and unabsorbed capital allowance can be utilised.

Subject to agreement by the Inland Revenue Board, Malaysian unutilised tax losses and unabsorbed capital allowances are available indefinitely for offset against future business profits of the respective entities within the Group, subject to no substantial change in shareholdings of those entities under Section 44(5A) and Paragraph 75A, Schedule 3 of the Income Tax Act, 1967 (the Act). However, the Minister of Finance has exercised his powers under Section 44(5D) and Paragraph 75C, Schedule 3 of the Act to exempt all companies except dormant companies from the provisions of Section 44(5A) and Paragraph 75A, Schedule 3 of the Act respectively.

The foreign unutilised tax losses are applicable to a foreign subsidiary company which are predetermined by the tax legislations of that country. Certain foreign unutilised tax losses carry forwards have expired during the financial year and the balance of the foreign unutilised tax losses can be utilised up to year 2033.

9 INTANGIBLE ASSETS

	Group	
	2011 RM'000	2010 RM'000
At carrying amount:		
Goodwill on consolidation		
At 1 May	643,910	618,291
Arising from change in equity interest of a subsidiary company *	–	26,737
Translation exchange differences	(1,200)	(1,118)
At 30 April	642,710	643,910
Patent rights		
At 1 May	76	67
Additions	21	29
Amortisation	(9)	(14)
Impairment loss	(37)	–
Translation exchange differences	(4)	(6)
At 30 April	47	76
Total	642,757	643,986

* A foreign subsidiary company acquired additional 6.81% equity interest in Berjaya Philippines Inc. during the previous financial year and this has resulted in goodwill of RM26,737,000.

Impairment test for goodwill**Allocation of intangible assets**

Goodwill has been allocated to the Group's CGUs identified according to business segments as follows:

	Group	
	2011 RM'000	2010 RM'000
Toto betting operations and leasing of lottery equipment	634,012	634,590
Others	8,698	9,320
	642,710	643,910

Key assumptions used in value-in-use calculations

The recoverable amount of a CGU is determined based on value-in-use calculations using cash flow projections based on financial budgets covering 5 years period.

The key assumptions used for value-in-use calculations are:

- i) Budgeted gross margin and growth rate
The basis used to determine the value assigned to the budgeted gross margin is the average gross margin and average growth rate achieved in the years before the budgeted year, adjusted for market and economic conditions and internal resource efficiency.
- ii) Discount rates
The significant post-tax discount rates, applied to post-tax cash flows, used for the respective identified CGUs are in the range of 7% to 13% (2010 : 9% to 13%).

Sensitivity to changes in assumptions

The management believes that no reasonably possible change in any of the above key assumptions which would cause the carrying values of the goodwill to materially exceed their recoverable amounts.

Notes to the Financial Statements

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10 INVENTORIES

	Group	
	2011 RM'000	2010 RM'000
At cost:		
Gaming equipment components and parts	1,610	1,061
Ticket inventories	2,805	3,886
Stores and consumables	208	–
	4,623	4,947
At net realisable value:		
Raw materials	1,296	3,311
Work-in-progress	–	13
Completed property	–	205
	5,919	8,476

The cost of inventories recognised as an expense during the financial year in the Group amounted to RM14,490,000 (2010 : RM17,257,000).

11 RECEIVABLES

	Group			Company	
	2011 RM'000	2010 RM'000 (Restated)	As at 1.5.2009 RM'000 (Restated)	2011 RM'000	2010 RM'000
Trade receivables	54,020	14,899	25,497	–	–
Other receivables	18,507	10,594	8,497	9	–
Dividend receivable	–	–	–	122,931	81,579
Deposits	2,386	2,601	2,909	637	606
Amount due from an associated company	2,172	6,450	–	–	–
	77,085	34,544	36,903	123,577	82,185
Less : Allowance for doubtful debts					
- trade receivables	(223)	(236)	(236)	–	–
- other receivables	(139)	(157)	(139)	–	–
	76,723	34,151	36,528	123,577	82,185
Prepayments	10,989	67,548	13,917	–	5,248
	87,712	101,699	50,445	123,577	87,433

(a) Trade receivables

The Group's trade receivables are non-interest bearing and normal credit term ranges from 1 to 45 days (2010 : 1 to 45 days). They are recognised at their original invoice amounts which represent their fair values on initial recognition.

Ageing analysis of trade receivables

The ageing analysis of the Group's trade receivables is as follows:

	Group	
	2011 RM'000	2010 RM'000
Neither past due nor impaired	53,381	14,542
Past due but not impaired	416	121
Due and impaired	223	236
	54,020	14,899

11 RECEIVABLES (CONT'D.)**(a) Trade receivables (cont'd.)**Receivables that are neither past due nor impaired

Trade receivables that are neither past due nor impaired are creditworthy debtors with good payment records with the Group.

None of the Group's trade receivables that are neither past due nor impaired have been renegotiated during the financial year.

Receivables that are impaired

The Group's trade receivables that are impaired at the reporting date and the movement of the allowance accounts used to record the impairment are as follows:

	Group RM'000 Individually impaired	Group RM'000 Total
<u>2011</u>		
Trade receivables - nominal amounts	223	223
Less: Allowance for impairment	(223)	(223)
	-	-
<u>2010</u>		
Trade receivables - nominal amounts	236	236
Less: Allowance for impairment	(236)	(236)
	-	-
Movement in allowance accounts		
	Group 2011 RM'000	Group 2010 RM'000
At 1 May	236	236
- Exchange differences	(13)	-
At 30 April	223	236

Trade receivables that are individually determined to be impaired at the reporting date relate to debtors that are in significant financial difficulties and have defaulted on payments. These receivables are not secured by any collateral or credit enhancements.

(b) Other receivablesOther receivables that are impaired

At the reporting date, the Group provided an allowance of RM139,000 (2010 : RM157,000) for impairment of the unsecured promissory notes and advances given with a nominal amount of RM139,000 (2010 : RM157,000). The allowance of RM18,000 for impairment of advances given with a nominal amount has been written off during the financial year.

Included in prior year prepayments was the payment made in relation to the acquisition of a hotel by a foreign subsidiary which was reclassified and capitalised as part of the hotel building upon the transfer of the ownership of the hotel to the Group during the financial year.

Amount due from an associated company of a foreign subsidiary is unsecured, non-interest bearing and repayable on demand.

Notes to the Financial Statements

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12 AMOUNTS DUE FROM SUBSIDIARY COMPANIES

	Group	
	2011 RM'000	2010 RM'000
Amounts due from subsidiary companies	156,273	154,759
Less: Allowance for doubtful debts	(46)	–
Amounts due from subsidiary companies	156,227	154,759

Amounts due from subsidiary companies are unsecured, interest bearing and repayable on demand except for the amount of RM84,000 in prior year which are non-interest bearing.

13 SHORT TERM INVESTMENTS

	Group	
	2011 RM'000	2010 RM'000
At carrying amount:		
Unquoted securities outside Malaysia	1,483	5,566

The short term investments invested by a foreign subsidiary company comprise investments in certificates of deposits with maturities exceeding three months.

14 DEPOSITS WITH FINANCIAL INSTITUTIONS

	Group		Company	
	2011 RM'000	2010 RM'000	2011 RM'000	2010 RM'000
These comprise term deposits with:				
Licensed banks	240,976	119,262	20,153	18,926
Other financial institutions	154,939	95,077	–	–
	395,915	214,339	20,153	18,926

Included in the Group's deposits with financial institutions is an amount of RM154,000 (2010 : RM150,000) which is pledged to bank for facilities granted to a subsidiary company.

The weighted average effective interest rates of deposits at the reporting date were as follows:

	Group		Company	
	2011	2010	2011	2010
Licensed banks	3.01%	2.06%	2.72%	2.03%
Other financial institutions	2.77%	2.32%	–	–

The average maturities of deposits as at the end of the financial year were as follows:

	Group		Company	
	2011	2010	2011	2010
Licensed banks	15 days	15 days	7 days	3 days
Other financial institutions	6 days	13 days	–	–

15 SHARE CAPITAL

	Group and Company			
	Number of ordinary shares of RM0.10 each		Amount	
	2011 Units '000	2010 Units '000	2011 RM'000	2010 RM'000
Authorised:				
At 1 May / 30 April	20,000,000	20,000,000	2,000,000	2,000,000
Issued and fully paid:				
At 1 May / 30 April	1,351,030	1,351,030	135,103	135,103

The number of issued and fully paid shares with voting rights as at 30 April are as follows:

	Number of ordinary shares	
	2011 Units '000	2010 Units '000
Total number of issued and paid up ordinary shares	1,351,030	1,351,030
Less : Ordinary shares held as treasury shares (Note 21)	(13,530)	(13,530)
	1,337,500	1,337,500

The holders of ordinary shares (other than treasury shares) are entitled to receive dividends as declared from time to time and are entitled to one vote per share at meetings of the Company. All ordinary shares (other than treasury shares) rank equally with regard to the Company's residual assets.

16 SHARE PREMIUM

	Group and Company	
	2011 RM'000	2010 RM'000
At 1 May	–	207,431
Set off against treasury shares distribution as share dividend	–	(207,431)
At 30 April	–	–

The entire share premium was utilised in prior year for the purpose of distributing the treasury shares to shareholders as disclosed in Note 21.

17 CAPITAL RESERVE

The capital reserve of RM21,327,000 (2010 : RM21,327,000) represents non-distributable reserve transferred from post-acquisition retained earnings arising from bonus issue of shares of a subsidiary company.

18 EXCHANGE RESERVE

	Group	
	2011 RM'000	2010 RM'000
At 1 May	6,111	11,729
Currency translation differences	(7,693)	(5,618)
At 30 April	(1,582)	6,111

Notes to the Financial Statements

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19 AVAILABLE-FOR-SALE ("AFS") RESERVE

	Group	
	2011 RM'000	2010 RM'000
At 1 May (as previously reported)	–	–
Effects of adopting FRS 139 (Note 2.3)	6,964	–
At 1 May (as restated)	6,964	–
Gain on fair value changes through comprehensive income	8,051	–
At 30 April	15,015	–

The AFS reserve represents the cumulative fair value changes, of available-for-sale financial assets until they are disposed or impaired.

20 RETAINED EARNINGS

In accordance with the Finance Act 2007 which was gazetted on 28 December 2007, companies shall not be entitled to deduct tax on dividend paid, credited or distributed to its shareholders, and such dividends will be exempted from tax in the hands of the shareholders ("single tier system"). However, there is a transitional period of six years, expiring on 31 December 2013, to allow companies to frank dividends to their shareholders under limited circumstances. Companies also have an irrevocable option to disregard the Section 108 balance and opt to pay dividends under single tier system. The change in tax legislation also provides for the Section 108 balance to be locked-in as at 31 December 2007 in accordance with Section 39 of the Finance Act 2007.

During the transitional period, the Company may utilise the credit in the Section 108 balance as at 31 December 2007 to distribute cash dividend payments to ordinary shareholdings as defined under the Finance Act 2007. The Company had substantially utilised the Section 108 balance and thereafter elected to pay single tier exempt dividend. The Company has tax exempt account balance of approximately RM13,486,000 (2010 : RM14,182,000) as at 30 April 2011.

21 TREASURY SHARES

	Group and Company			
	Number of shares		Amount	
	2011 Units '000	2010 Units '000	2011 RM'000	2010 RM'000
At 1 May	13,530	95,030	57,341	406,099
Distributed as share dividend	–	(89,698)	–	(383,314)
Shares bought back during the year	–	8,198	–	34,556
At 30 April	13,530	13,530	57,341	57,341

The renewal of the Company's plan and mandate relating to the share buy back was approved by the shareholders of the Company on 20 October 2010 granting the Directors of the Company the authority to buy back its own shares up to 10% of the existing total paid-up share capital, inclusive of all treasury shares that have been bought back. The Directors of the Company are committed to enhancing the value of the Company to its shareholders and believe that the share buyback can be applied in the best interests of the Company and its shareholders.

In respect of financial year ended 30 April 2010, the Company had on 15 June 2009 declared and approved a share dividend via distribution of 89,698,140 treasury shares on basis of one treasury share for every fourteen existing ordinary shares held. The share dividend was distributed on 27 July 2009.

22 RETIREMENT BENEFIT OBLIGATIONS

	Group	
	2011 RM'000	2010 RM'000
At 1 May	1,402	1,308
Additional provision during the year (Note 30(b))	210	277
Contributions paid	–	(143)
Exchange differences	(56)	(40)
At 30 April	1,556	1,402

A foreign subsidiary company maintains a tax qualified, partially funded, non-contributory retirement plan that is being administered by a trustee covering all regular full-time employees. Actuarial valuations are made regularly to update the retirement benefit costs and the amount of contributions.

The amounts of retirement benefit obligation recognised in the consolidated statement of financial position are determined as follows:

	Group	
	2011 RM'000	2010 RM'000
Present value of the obligation	1,589	1,391
Fair value of plan assets	(392)	(380)
	1,197	1,011
Unrecognised actuarial gains	359	391
Retirement benefit obligation	1,556	1,402

The movements in present value of the retirement benefit obligation recognised in the books are as follows:

	Group	
	2011 RM'000	2010 RM'000
At beginning of year	1,391	1,858
Current service cost and interest cost	254	304
Actuarial loss recognised during the year	–	(521)
Benefit paid by the plan	–	(196)
Exchange differences	(56)	(54)
At end of year	1,589	1,391

The amounts of retirement benefits recognised in the consolidated income statement are as follows:

	Group	
	2011 RM'000	2010 RM'000
Current service costs	120	103
Interest costs	134	201
Net actuarial loss recognised during the year	(18)	–
Expected return on plan asset	(26)	(27)
Retirement benefits	210	277

As part of the actuarial assumptions used by an independent actuary for the determination of the retirement benefit obligation, a discount rate of 9.8% (2010 : 10.9%) is used.

Notes to the Financial Statements

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23 BORROWINGS

	Group		Company	
	2011 RM'000	2010 RM'000	2011 RM'000	2010 RM'000
Short term loans:				
Secured - floating rate	–	75,000	–	75,000
Unsecured - fixed rate	–	70,000	–	–
	–	145,000	–	75,000
Long term loans:				
Secured - floating rate	–	305,000	–	305,000
Total loans	–	450,000	–	380,000

Details of borrowings outstanding were as follows:

	Group		Company	
	2011 RM'000	2010 RM'000	2011 RM'000	2010 RM'000
Amounts repayable:				
Within one year	–	145,000	–	75,000
More than one year but not later than two years	–	75,000	–	75,000
More than two years but not later than five years	–	230,000	–	230,000
	–	450,000	–	380,000

The weighted average effective interest rate at reporting date for the loans was as follows:

	Group		Company	
	2011	2010	2011	2010
Borrowings	–	4.81%	–	4.81%

The Company provided a corporate guarantee to the financial institutions for the unsecured term loan (syndicated credit facility) granted to a subsidiary company as disclosed in Note 38.

The unsecured term loan and the secured term loan were fully settled during the financial year. Thus, the corporate guarantee as well as shares pledged to the financial institutions as disclosed in Note 4 have been discharged during the financial year.

24 MEDIUM TERM NOTES

	Maturity	Group	
		2011 RM'000	2010 RM'000
Secured:			
5.0% p.a. fixed rate medium term notes	June 2013	150,000	–
5.5% p.a. fixed rate medium term notes	June 2015	200,000	–
4.8% p.a. fixed rate medium term notes	October 2016	50,000	–
6.0% p.a. fixed rate medium term notes	June 2017	150,000	–
		550,000	–

24 MEDIUM TERM NOTES (CONT'D.)

The maturities of the medium term notes as at 30 April 2011 are as follows:

	Group	
	2011 RM'000	2010 RM'000
More than two years but not later than five years	350,000	–
More than five years	200,000	–
	550,000	–

During the financial year, a wholly-owned subsidiary took up a medium term notes programme up to RM800.0 million in nominal value. As at 30 April 2011, total medium term notes amounting to RM550.0 million in nominal value were issued.

The medium term notes are secured by:

- (i) A third party first equitable charge over the entire issued and paid-up capital of a subsidiary company who is the issuer as disclosed in Note 4; and
- (ii) corporate guarantee provided by the Company as disclosed in Note 38.

25 OTHER LONG TERM LIABILITIES

	Group	
	2011 RM'000	2010 RM'000
Hire purchase payables (Note a)	867	1,111
Agency deposits (Note b)	–	37,202
	867	38,313

Notes:

- (a) Future minimum lease payments for hire purchase payables are summarised as follows:

	Group	
	2011 RM'000	2010 RM'000
Gross amount repayables:		
Within one year after reporting date	336	336
More than one year but not later than two years	336	336
More than two years but not later than five years	645	982
	1,317	1,654
Less: Unexpired interests	(206)	(325)
	1,111	1,329

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25 OTHER LONG TERM LIABILITIES (CONT'D.)

The present value of hire purchase payables are summarised as follows:

	Group	
	2011 RM'000	2010 RM'000
Within one year after statement of financial position date	244	218
More than one year but not later than two years	271	245
More than two years but not later than five years	596	866
	1,111	1,329
Less : amount payable within 12 months (Note 27)	(244)	(218)
Amount payable after 12 months	867	1,111

- (b) Agency deposits represent deposits received from agents for operating toto betting outlets. These deposits are refundable upon termination of operation contracts. Upon adoption of FRS 139, the agency deposits are reclassified to current as disclosed in Note 2.3 in view of the performance of semi-annual period assessment by the management.

26 PROVISIONS

	Group	
	2011 RM'000	2010 RM'000
Sales warranty		
At 1 May	134	75
Additional provision during the year	119	126
Utilised during the year	(143)	(41)
Exchange differences	(18)	(26)
At 30 April	92	134

A foreign subsidiary gave 3 to 12 months (2010 : 3 to 12 months) warranties on certain products and undertakes to repair or replace items that fail to perform satisfactorily. A provision for warranties is recognised for all products under warranty at the reporting date based on past experience on the level of repairs and returns.

27 PAYABLES

	Group		Company	
	2011 RM'000	2010 RM'000	2011 RM'000	2010 RM'000
Trade payables	42,360	35,936	–	–
Pool betting duty payables	25,055	17,196	–	–
Other payables	13,204	5,801	35	61
Dividend payables	80,942	548	80,942	548
Accruals	190,425	181,129	968	595
Agency deposits	36,821	–	–	–
Hire purchase payable within 12 months	244	218	–	–
	389,051	240,828	81,945	1,204
Deferred income	111	–	–	–
	389,162	240,828	81,945	1,204

27 PAYABLES (CONT'D.)

Included in accruals of the Group are accrued contribution to the National Sports Council and provision for gaming tax payable to the Ministry of Finance.

As at 30 April 2011, included in payables of the Group are agency deposits represent deposits obtained from agents for operating toto betting outlets. These deposits are reclassified from non-current upon adoption of FRS 139 as disclosed in Note 2.3 and 25(b).

The normal trade credit terms granted to the Group ranges from 1 to 180 days (2010 : 1 to 180 days).

28 AMOUNTS DUE TO SUBSIDIARY COMPANIES

	Company	
	2011 RM'000	2010 RM'000
Amounts due to subsidiary companies	746,270	531,229

Amounts due to subsidiary companies are unsecured, repayable on demand and interest bearing except for the amount of RM2,296,000 (2010 : RM2,323,000) which is non-interest bearing.

29 REVENUE

Revenue of the Company represents management fees charged to subsidiary companies and gross dividends receivable from subsidiary companies, associated companies and long term investments.

Revenue of the Group comprises gross stake collections from the sale of toto betting tickets less gaming tax, lease rental income from lease of on-line gaming equipment, invoiced and shipped value of goods sold less returns and trade discounts, invoiced value of services rendered, rental income, revenue from hotel operations, health and fitness centre operation income as well as sale of property inventory. Intra-group transactions are excluded.

Revenue of the Group and the Company analysed into significant categories are as follows:

	Group		Company	
	2011 RM'000	2010 RM'000	2011 RM'000	2010 RM'000
Dividend income	219	–	511,134	271,742
Management fee income	–	–	318	318
Toto betting and leasing of lottery equipment income	3,407,612	3,374,145	–	–
Sale of lottery and voting systems and spare parts	10,081	13,042	–	–
Invoiced value of goods and services from hotel operations	7,865	–	–	–
Rental income and service charges from investment properties	5,070	5,058	–	–
Income from health and fitness centre operation	2,124	565	–	–
Sale of property inventory	245	–	–	–
	3,433,216	3,392,810	511,452	272,060

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30 PROFIT BEFORE OTHER INCOME AND EXPENSES

	Group		Company	
	2011 RM'000	2010 RM'000 (Restated)	2011 RM'000	2010 RM'000
Profit before other income and expenses is stated after charging:				
Auditors' remuneration				
- statutory audit:				
auditors of the Company				
- current year	196	181	56	53
- underprovision in previous year	11	-	3	-
other auditors				
- current year	315	279	-	-
- underprovision in previous year	98	-	-	-
- other services				
- auditors of the Company	208	61	106	36
- other auditors	197	285	-	-
Depreciation of property, plant and equipment	21,831	18,524	992	995
Directors' remuneration:				
- fees	292	340	135	109
- salaries and other emoluments	7,707	9,090	479	415
- defined contribution plans	2,474	2,694	17	16
- performance incentive	8,887	10,005	-	-
- bonus	2,178	1,318	11	10
Management fees payable to ultimate holding company	720	720	720	720
Operating lease:				
- minimum lease payments of premises	8,704	7,899	2,278	2,200
- minimum lease payments of equipment	994	996	15	15
Contribution to National Sports Council	52,701	58,915	-	-
Allowance for doubtful debts				
- receivables	-	18	-	-
- amount due from subsidiary company	-	-	46	-
Research costs	-	4,451	-	-
Loss on foreign exchange	780	1,567	-	194
Amortisation of intangible assets	9	14	-	-
Amortisation of premium on Malaysian Government Securities	-	118	-	-
Impairment of intangible assets	37	-	-	-
Provision for sales warranty	119	126	-	-
Direct operating expenses of investment properties:				
- revenue generating during the year	2,353	2,330	-	-
- non-revenue generating during the year	273	262	-	-
Loss on disposal of property, plant and equipment	-	30	-	-
Property, plant and equipment written off:				
- included in general and administrative expenses	50	3,203	-	4

30 PROFIT BEFORE OTHER INCOME AND EXPENSES (CONT'D.)

	Group		Company	
	2011 RM'000	2010 RM'000 (Restated)	2011 RM'000	2010 RM'000
Profit before other income and expenses is stated after crediting:				
Management fees receivable from subsidiary companies	–	–	318	318
Bad debts recovered	–	3	–	–
Reversal of inventories written down	26	–	–	–
Gain on disposal of property, plant and equipment	120	–	–	–
Rental income and service charges				
- included in revenue	5,070	5,058	–	–
- included in other income	2,260	2,181	–	–
Gain on foreign exchange	485	6	–	–
Employee information (Note b):				
Employee benefit expenses (excluding directors)	75,659	68,621	2,222	2,105

The estimated monetary value of benefits-in-kind received by the Directors were RM187,000 (2010 : RM170,000) for the Group and RM14,000 (2010 : RM14,000) for the Company.

(a) Directors' remuneration

The aggregate Directors' remuneration for Directors of the Company that are in office during the financial year received from the Group and the Company are as follows:

	Fees RM'000	Benefits- in-kind RM'000	Salaries and other emoluments RM'000	Bonus RM'000	Total RM'000
2011					
Executive	12	124	5,406	1,164	6,706
Non-executive	135	14	3,423	11	3,583
	147	138	8,829	1,175	10,289
2010					
Executive	11	113	5,079	1,041	6,244
Non-executive	109	14	3,286	10	3,419
	120	127	8,365	1,051	9,663

(b) Employee benefit expenses

	Group		Company	
	2011 RM'000	2010 RM'000	2011 RM'000	2010 RM'000
Wages, salaries and other allowances	57,474	50,988	1,597	1,507
Social security costs and employee insurance	5,002	4,620	111	109
Bonuses	7,272	7,507	283	262
Pension costs				
- defined contribution plans	5,415	5,013	235	223
- defined benefit plans (Note 22)	210	277	–	–
Provision for short term compensated absences	286	216	(4)	4
	75,659	68,621	2,222	2,105

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31 INVESTMENT RELATED INCOME

	Group		Company	
	2011 RM'000	2010 RM'000	2011 RM'000	2010 RM'000
Dividend income from investments	13	4	–	–
Fair value adjustments of investment properties (Note 7)	2,183	1,725	–	–
Reversal of impairment loss on quoted investments	–	3,223	–	–
Gain on disposal of a subsidiary company *	–	–	–	469,331
	2,196	4,952	–	469,331

* The Company realised an exceptional gain on disposal of RM469,331,000 in the previous financial year upon the disposal of a subsidiary company to another wholly-owned subsidiary company. As the disposal was an intra-group transaction, the gain on disposal was eliminated at group level under the consolidation principles.

32 INVESTMENT RELATED EXPENSES

	Group		Company	
	2011 RM'000	2010 RM'000	2011 RM'000	2010 RM'000
Impairment in value of investment in associated companies	–	–	1,431	7
Impairment in value of quoted investments	1,677	40	–	–
Impairment in value of unquoted investments	2,265	–	–	–
Loss on disposal of investment property	211	–	–	–
Allowance for doubtful debts for amount owing by subsidiary companies	–	–	46	–
	4,153	40	1,431	7

33 OTHER INCOME

	Group		Company	
	2011 RM'000	2010 RM'000	2011 RM'000	2010 RM'000
Other income comprise:				
Interest income on:				
- deposits with financial institutions	8,067	4,561	596	376
- advances to subsidiary companies	–	–	9,556	1,396
- short term investments	98	61	–	–
Others:				
- operating lease income	2,260	2,181	–	–
- miscellaneous	2,838	380	3	11
	13,263	7,183	10,155	1,783

34 FINANCE COSTS

	Group		Company	
	2011 RM'000	2010 RM'000	2011 RM'000	2010 RM'000
Interest on:				
- advances from a subsidiary company	-	-	37,142	22,368
- term loans	4,053	24,248	3,510	15,135
- medium term notes	24,226	-	-	-
- hire purchase	118	11	-	-
Other finance charges	7,424	1,129	5,212	1,129
	35,821	25,388	45,864	38,632

35 INCOME TAX EXPENSE

	Group		Company	
	2011 RM'000	2010 RM'000	2011 RM'000	2010 RM'000
Current income tax:				
Malaysian income tax	127,887	146,383	-	-
Foreign tax	20,798	17,494	-	-
	148,685	163,877	-	-
Under/(over) provision in prior years:				
Malaysian income tax	512	(71)	-	160
Foreign tax	-	(34)	-	-
	512	(105)	-	160
	149,197	163,772	-	160
Deferred tax (Note 8):				
Relating to origination and reversal of temporary differences	1,747	(4,060)	(1)	(26)
Under/(over) provision in prior years	17	(2)	1	(2)
	1,764	(4,062)	-	(28)
	150,961	159,710	-	132

Domestic current income tax is calculated at the statutory tax rate of 25% (2010 : 25%) of the estimated assessable profit for the year. Taxation of other jurisdictions is calculated at the rates prevailing in the respective jurisdictions.

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35 INCOME TAX EXPENSE (CONT'D.)

A reconciliation of income tax expense applicable to profit before tax at the statutory income tax rate to income tax expense at the effective income tax rate of the Group and the Company are as follows:

	Group		Company	
	2011 RM'000	2010 RM'000	2011 RM'000	2010 RM'000
Profit before tax	508,402	548,188	463,098	691,367
Tax at Malaysian statutory tax rate of 25% (2010 : 25%)	127,101	137,047	115,775	172,842
Different tax rates in the foreign subsidiary companies	(1,431)	2,481	–	–
Expenses not deductible for tax purposes	26,159	20,634	13,519	12,577
Income not subject to tax	(1,907)	(1,149)	(129,789)	(185,445)
Deferred tax assets not recognised in respect of current year's tax losses and unabsorbed capital allowances	510	804	494	–
Under/(over) provision of tax expense in prior years	512	(105)	–	160
Under/(over) provision of deferred tax in prior years	17	(2)	1	(2)
Tax expense for the year	150,961	159,710	–	132

Tax savings during the financial year arising from:

	Group and Company	
	2011 RM'000	2010 RM'000
Utilisation of current year losses	326	80

36 EARNINGS PER SHARE

The earnings per share is calculated by dividing the profit for the year attributable to equity holders of the Company by the weighted average number of ordinary shares with voting rights in issue during the financial year excluding treasury shares held by the Company as follows:

	Group	
	2011 RM'000	2010 RM'000
Profit attributable to equity holders of the Company	349,761	383,504
Weighted average number of shares with voting rights outstanding ('000)	1,337,500	1,321,318
Basic earnings per share (sen)	26.15	29.02

Diluted earnings per share is the same as basic earnings per share as there were no dilutive potential ordinary shares during the year.

37 DIVIDENDS PER SHARE

	Company			
	2011		2010	
	Dividends per share net of tax sen	Amount of dividend net of tax RM'000	Dividends per share net of tax sen	Amount of dividend net of tax RM'000
Recognised during the year:				
Interim dividends				
<u>In respect of prior year</u>				
- 2nd interim - 8 sen single tier exempt per share approved in respect of financial year ended 30 April 2010 (2010 : nil)	8.00	107,000	-	-
- 4th interim - nil (2010 : 11 sen tax exempt per share approved in respect of financial year ended 30 April 2009)	-	-	11.00	138,160
<u>In respect of current year</u>				
- 1st interim - 8 sen single tier exempt per share (2010 : 9 sen tax exempt per share and 10 sen single tier exempt per share)	8.00	107,000	19.00	238,640
- 2nd interim - 4 sen single tier exempt per share (2010 : 8 sen single tier exempt per share #)	4.00	53,500	-	-
- 3rd interim - 6 sen single tier exempt per share (2010 : nil)	6.00	80,250	-	-
		347,750		376,800

This dividend was accounted for in the shareholders' equity as an appropriation of retained earnings in the financial year ended 30 April 2011.

On 27 July 2009, the Company distributed share dividend in respect of financial year ended 30 April 2010, via distribution of 89.7 million treasury shares on the basis of one treasury share for every fourteen existing ordinary shares held. Based on the treasury shares book costs as stated in Note 21 of RM383.314 million, the share dividend is equivalent to approximately 30.5 sen per share based on the ordinary shares in issue with voting rights of 1,256,000,000.

On 20 June 2011, the Company declared and approved a fourth interim single tier exempt dividend of 3 sen per share on 1,337,500,000 ordinary shares with voting rights in respect of financial year ended 30 April 2011 amounting to RM40.125 million. The financial statements for the current financial year do not reflect this dividend. This dividend will be accounted for in the shareholders' equity as an appropriation of retained earnings in the financial year ending 30 April 2012.

38 CONTINGENT LIABILITY

	Company	
	2011 RM'000	2010 RM'000
<u>Contingent liability - unsecured</u>		
Corporate guarantee given by the Company to financial institutions for a syndicated credit facility granted to a subsidiary company	-	70,000
<u>Contingent liability - secured</u>		
Corporate guarantee of RM550.0 million given by the Company to holders of medium term notes that was issued by a wholly-owned subsidiary company	*	-

During the financial year, the corporate guarantee given by the Company to the financial institutions for the syndicated credit facilities granted to a subsidiary company has been discharged upon full settlement of the term loans as disclosed in Note 23.

* As at the reporting date, no value is placed on the corporate guarantee provided by the Company to secure the medium term notes issued by its wholly-owned subsidiary company where such facility is fully collateralised by a third party first equitable charge over the entire issued and paid up share capital of the subsidiary company. The directors are of the opinion that the financial guarantee is not likely to be called upon and regard the value of the credit enhancement provided by the corporate guarantee as minimal.

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39 CAPITAL AND LEASE COMMITMENTS

(a) Other commitments

	Group	
	2011 RM'000	2010 RM'000
Capital expenditures:		
- Approved and contracted for	6,064	1,477
- Approved but not contracted for	2,143	2,198
	8,207	3,675

(b) Non-cancellable operating lease commitments - Group and Company as lessees

	Group		Company	
	2011 RM'000	2010 RM'000	2011 RM'000	2010 RM'000
Future minimum rental payable:				
Not later than one year	8,029	5,708	3,435	2,200
Later than one year but not later than five years	5,956	3,511	2,270	30
Later than 5 years	2,554	630	-	-
	16,539	9,849	5,705	2,230

The Group and the Company entered into operating leases which represent rental payable for the use of premises.

(c) Non-cancellable operating lease commitments - Group as lessor

	Group	
	2011 RM'000	2010 RM'000
Future minimum rental receivable:		
Not later than one year	2,699	3,122
Later than one year but not later than five years	4,230	457
	6,929	3,579

The Group entered into commercial property leases on its investment properties portfolio consisting of premises and office space.

The minimum lease payments recognised in profit or loss during the financial year are disclosed in Note 30.

The approved and contracted capital expenditures included the following:

- (a) balance of the purchase consideration for investment properties amounting to RM80,000 (2010 : RM80,000) payable to a related company, Berjaya Hills Berhad; and
- (b) balance of the purchase consideration of a hotel of approximately RM3,800,000 (2010 : RM3,800,000) by a foreign subsidiary and payable upon compliance with various terms and conditions.

40 SIGNIFICANT RELATED PARTY DISCLOSURES

	Group		Company	
	2011 RM'000	2010 RM'000	2011 RM'000	2010 RM'000
Interest income from				
- Berjaya Sports Toto (Cayman) Limited - (a)	-	-	8,019	696
- Magna Mahsuri Sdn Bhd - (a)	-	-	752	404
Interest expense to				
- Sports Toto Malaysia Sdn Bhd - (a)	-	-	(37,142)	(22,368)
Purchases of consumables from				
- Graphic Press Group Sdn Bhd - (c)	(11,485)	(11,076)	-	-
Advances from / (given to)				
- Sports Toto Malaysia Sdn Bhd - (a)	-	-	377,915	133,220
- Berjaya Sports Toto (Cayman) Limited - (a)	-	-	(477)	(34,105)
- FEAB Properties Sdn Bhd - (a)	-	-	-	(4,828)
- Sports Toto Fitness Sdn Bhd - (a)	-	-	-	(2,691)
Repayment of advances from / (to)				
- Sports Toto Fitness Sdn Bhd - (a)	-	-	1,686	-
- Magna Mahsuri Sdn Bhd - (a)	-	-	6,844	1,149
Management fees for services rendered by				
- Berjaya Corporation Berhad - (b)	(720)	(720)	(720)	(720)
Shared management costs with related companies - (c)	(3,808)	(3,516)	-	-
Security guard services charges by				
- Berjaya Guard Services Sdn Bhd - (c)	(2,895)	(2,670)	-	-
Rental charges by				
- Nada Embun Sdn Bhd - (c)	(1,599)	(1,536)	(270)	(244)
- Ambilan Imej Sdn Bhd - (c)	(1,824)	(1,773)	(1,824)	(1,773)
Purchase of motor vehicles, component parts and related services from				
- Dunia Prestasi Auto Sdn Bhd - (e)	(6,269)	(4,414)	(112)	(3)
Rental charges from				
- U Mobile Sdn Bhd - (d)	1,096	1,096	-	-
- Berjaya Higher Education Sdn Bhd - (c)	2,204	2,204	-	-
Share registration services rendered by				
- Berjaya Registration Services Sdn Bhd - (c)	(491)	(554)	(491)	(554)
Research development, implementation and maintenance services as well as purchase of hardware, software and network equipments from				
- Qinetics Solutions Berhad - (f)	(1,355)	(1,057)	(100)	(1)
Aircraft leasing charges by				
- Berjaya Air Sdn Bhd - (c)	(960)	(960)	-	-
Supply of computerised lottery systems and related services				
- Natural Avenue Sdn Bhd - (g)	3,023	6,223	-	-
Advertising and publishing services charged by				
- Sun Media Corporation Sdn Bhd - (h)	(1,007)	(1,184)	(16)	(31)

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40 SIGNIFICANT RELATED PARTY DISCLOSURES (CONT'D)

The nature of the related party relationships are as follows:

- (a) subsidiary companies;
- (b) ultimate holding company, BCorp;
- (c) related companies of BCorp Group other than subsidiary or associated companies of the Company;
- (d) a company in which directors of the Company, namely Dato' Robin Tan Yeong Ching ("DRTYC") and Rayvin Tan Yeong Sheik ("RTYS") have interests. A substantial shareholder of the Company, Tan Sri Dato' Seri Vincent Tan Chee Yioun ("TSVT") and his brother, Tan Sri Dato' Tan Chee Sing ("TSDT") also have interests. TSVT is the father of DRTYC and RTYS while TSDT is the father of the Director, Dickson Tan Yong Loong;
- (e) company in which the ultimate holding company, BCorp has interest;
- (f) subsidiary company of MOL.com Sdn Bhd ("MOL"). The related companies of BCorp Group and directors of the Company, namely DRTYC and RTYS as well as a substantial shareholder of the Company, namely TSVT have interest in MOL;
- (g) subsidiary companies of Berjaya Assets Berhad ("BAssets"). The Company's subsidiary, related companies of BCorp Group as well as the directors of the Company, namely DRTYC and RTYS have interests in BAssets. A substantial shareholder of the Company, namely TSVT and his brother TSDT also have interests in BAssets;
- (h) subsidiary company of Berjaya Media Berhad ("BMedia"). The Company's subsidiary and related companies of BCorp Group as well as the directors of the Company namely DRTYC and RTYS have interests in BMedia. A substantial shareholder of the Company, TSVT and his brother TSDT also have interests in BMedia.

The outstanding balances with subsidiary companies have been disclosed under Notes 12 and 28.

Certain professional fee amounting to RM11,063,000 (2010 : RM13,999,000) was incurred by a foreign subsidiary company for management and consultancy services contracted with a corporate entity, of which the Chief Executive Officer of the foreign subsidiary company has an interest.

The compensation (including benefits-in-kind) of the key management personnel, who are the Directors of the Group are as follows:

	2011 RM'000	2010 RM'000
Short-term benefits	19,251	20,923
Post-employment benefits	2,474	2,694
	21,725	23,617

41 FAIR VALUES OF FINANCIAL INSTRUMENTS

- (a) Fair values of financial instruments by classes that are not carried at fair value and those carrying amounts are not reasonable approximation of fair value

	Group			
	2011 RM'000	Fair value	2010 RM'000	Fair value
Carrying amount	Carrying amount	Fair value	Carrying amount	Fair value
Financial assets:				
- Unquoted shares (Note 6)	785	*	-	-
- Unquoted loan stocks (Note 6)	2,265	*	4,530	*
- Unquoted securities short term investments (Note 13)	1,483	*	5,566	*

* Fair value information has not been disclosed for the Group's investment in equity instrument that is carried at cost because fair value cannot be measured reliably. The unquoted loan stocks equity instruments represent convertible loan stocks in a high-technology company that is not quoted on any market and does not have any comparable industry peer that is listed.

(b) Determination of Fair Value

- (i) Financial instruments that are not carried at fair value and whose carrying amounts are reasonable approximation of fair value

The following are the classes of financial instruments that are not carried at fair value and whose carrying amounts are reasonable approximation of fair value:

	<u>Note</u>
Trade and other receivables (current)	11
Trade and other payables (current)	27
Amount due from/(to) subsidiary companies (current)	12 and 28
Medium term notes (non current)	24

The carrying amounts of these financial assets and liabilities are reasonable approximation of fair values due to short term in nature except for medium term notes.

The fair values of medium term notes are estimated by discounting expected future cash flows at market incremental lending rate for similar types of lending at the reporting date and the carrying amounts of the medium term notes are reasonable approximation of fair values due to the insignificant impact of discounting.

- (ii) Quoted equity instruments and quoted government bonds

Fair value is determined directly by reference to their published market closing price at the reporting date.

- (iii) Financial guarantees

Fair value is determined based on probability weighted discounted cash flow method. The probability has been estimated and assigned for the following key assumptions:

- the likelihood of the guaranteed party defaulting within the guaranteed period;
- the exposure on the portion that is not expected to be recovered due to the guaranteed party's default; and
- the estimated loss exposure if the party guaranteed was to default.

(c) Classification of Financial Instruments

The following table analyses the financial assets and financial liabilities in the statement of financial position by the class of financial instruments to which they are assigned, and therefore by the measurement basis:

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41 FAIR VALUES OF FINANCIAL INSTRUMENTS (CONT'D.)

(c) Classification of Financial Instruments (Cont'd.)

	Note	Available- for-sale financial assets RM'000	Loan and receivables RM'000	Financial liabilities at amortised cost RM'000	Total RM'000
GROUP					
2011					
Assets					
Long term investments	6	30,554	–	–	30,554
Trade and other receivables	11	–	76,723	–	76,723
Short term investments	13	1,483	–	–	1,483
Deposits with financial institutions	14	–	395,915	–	395,915
Cash and bank balances		–	53,982	–	53,982
Total financial assets		32,037	526,620	–	558,657
Total non-financial assets					887,651
Total assets					1,446,308
Liabilities					
Trade and other payables, representing total financial liabilities	27	–	–	389,051	389,051
Other long term liabilities	25	–	–	867	867
Medium term notes	24	–	–	550,000	550,000
Total financial liabilities		–	–	939,918	939,918
Total non-financial liabilities					28,299
Total liabilities					968,217
2010					
Assets					
Long term investments	6	22,928	–	–	22,928
Trade and other receivables	11	–	34,151	–	34,151
Short term investments	13	5,566	–	–	5,566
Deposits with financial institutions	14	–	214,339	–	214,339
Cash and bank balances		–	43,123	–	43,123
Total financial assets		28,494	291,613	–	320,107
Total non-financial assets					911,477
Total assets					1,231,584
Liabilities					
Trade and other payables, representing total financial liabilities	27	–	–	240,828	240,828
Other long term liabilities	25	–	–	38,313	38,313
Borrowings	23	–	–	450,000	450,000
Total financial liabilities		–	–	729,141	729,141
Total non-financial liabilities					37,892
Total liabilities					767,033

41 FAIR VALUES OF FINANCIAL INSTRUMENTS (CONT'D.)

(c) Classification of Financial Instruments (Cont'd.)

	Note	Loan and receivables RM'000	Financial liabilities at amortised cost RM'000	Total RM'000
COMPANY				
2011				
Assets				
Trade and other receivables	11	123,577	–	123,577
Amount due from subsidiary companies	12	156,227	–	156,227
Deposits with financial institutions	14	20,153	–	20,153
Cash and bank balances		1,212	–	1,212
Total financial assets		301,169	–	301,169
Total non-financial assets				1,199,853
Total assets				1,501,022
Liabilities				
Trade and other payables, representing total financial liabilities	27	–	81,945	81,945
Amount due to subsidiary companies	28	–	746,270	746,270
Total financial liabilities		–	828,215	828,215
Total non-financial liabilities				326
Total liabilities				828,541
2010				
Assets				
Trade and other receivables	11	82,185	–	82,185
Amount due from subsidiary companies	12	154,759	–	154,759
Deposits with financial institutions	14	18,926	–	18,926
Cash and bank balances		874	–	874
Total financial assets		256,744	–	256,744
Total non-financial assets				1,213,148
Total assets				1,469,892
Liabilities				
Trade and other payables, representing total financial liabilities	27	–	1,204	1,204
Borrowings	23	–	380,000	380,000
Amount due to subsidiary companies	28	–	531,229	531,229
Total financial liabilities		–	912,433	912,433
Total non-financial liabilities				326
Total liabilities				912,759

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42 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Group and the Company are exposed to financial risks arising from their operations and the use of financial instruments. The key financial risks include credit risk, liquidity risk, interest rate risk, foreign currency risk and market price risk.

The Group operates within clearly defined guidelines for the establishment of effective risk management across the Group and the Group's policy is not to engage in speculative transactions.

The following sections provide details regarding the Group's and Company's exposure to the abovementioned financial risks and objectives, policies and processes for the management of these risks.

(a) Credit Risk

Credit risk is the risk of loss that may arise on outstanding financial instruments should a counterparty default on its obligations. The Group's and the Company's exposure to credit risk arises primarily from trade and other receivables. For other financial assets (including investment securities, cash and bank balances and derivatives), the Group minimise credit risk by dealing exclusively with high credit rating counterparties.

Credit risk or risk of counterparts defaulting, is controlled by the application of credit approval limits and monitoring procedures.

Exposure to credit risk

At the reporting date, the Group's and the Company's maximum exposure to credit risk is represented by:

- the carrying amount of each class of financial assets recognised in the statements of financial position.
- a nominal amount of RM550,000,000 relating to a corporate guarantee provided by the Company in relation to the medium term notes issued by a subsidiary.

Other than disclosed in the above, the Group and the Company do not have any significant exposure to any individual customer or counterparty nor does it have any major concentration of credit risk related to any financial instruments.

Information regarding trade and other receivables that are neither past due nor impaired and receivables that are impaired as well as ageing analysis of trade receivables are disclosed in Note 11.

(b) Liquidity Risk

Liquidity risk is the risk that the Group and the Company will encounter difficulty in meeting financial obligations due to shortage of funds.

The Group actively manages its operating cash flows and the availability of funding so as to ensure that all repayment and funding needs are met.

The Group maintains sufficient levels of cash and the availability of funding so as to ensure that its working capital requirements are met.

42 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONT'D.)

(b) Liquidity Risk (Cont'd.)

Analysis of financial instruments by remaining contractual maturities

The table below summarises the maturity profile of the Group's and the Company's liabilities at the reporting date based on contractual undiscounted repayment obligations.

	2011			Total RM'000
	On demand or within one year RM'000	One to five years RM'000	Over five years RM'000	
Financial liabilities:				
Group				
Trade and other payables	389,051	–	–	389,051
Medium term notes	–	350,000	200,000	550,000
Other long term liabilities	–	867	–	867
Total undiscounted financial liabilities	389,051	350,867	200,000	939,918
Company				
Trade and other payables (excluding financial guarantees)	81,945	–	–	81,945
Amount due to subsidiary companies	746,270	–	–	746,270
Total undiscounted financial liabilities	828,215	–	–	828,215

(c) Interest Rate Risk

Interest rate risk is the risk that the fair value or future cash flows of the Group's and the Company's financial instruments will fluctuate because of changes in market interest rates.

The Group's primary interest rate risk related to interest bearing assets and interest bearing borrowings.

The interest bearing assets are made up of deposits with licensed financial institutions. The Group manages the interest rate risk of its deposits with licensed financial institutions by placing them at the most competitive interest rates obtainable, which yield better returns than cash at bank by placing them as short term deposits and actively reviewing its portfolio of deposits.

The Group manages the interest rate risk on borrowings by assessing the risk profile of using a mix of fixed and floating rate debts. After assessing the possible future interest rate outlook, the Group is maintaining fixed rate borrowings at reporting date and actively reviews its debt portfolio.

Sensitivity analysis for interest rate risk

In view of the above, changes in market interest rates will have insignificant impact to the Group.

Notes to the Financial Statements

30 April 2011

42 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONT'D.)

(d) Currency Risk

Currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates.

The Group predominantly operates in Malaysia even though it has some overseas subsidiary companies. The Group has limited exposure to foreign exchange risk as the transactional currencies are mostly in the functional currencies of the respective operating entities other than exposure on the advances to a subsidiary company that was treated as net investment in a foreign operation. The Group has minimal currency transaction exposures. Such exposure mainly arises from intra group sales and purchases which are eliminated at group level.

Sensitivity analysis for currency risk

The Group's exposure to sensitivity of currency risk is insignificant as the transactional currencies are mostly in the functional currencies of the respective operating entities.

(e) Market Price Risk

Market price risk is the risk that the fair value or future cash flows of the Group's financial instruments will fluctuate because of changes in market prices.

The Group is exposed to equity price risk arising from its investment in quoted equity instruments mainly listed on Bursa Malaysia as well as investment in Malaysia Government Securities.

The Group has minimal exposure to market price risk as its investment is mainly on government guaranteed securities and its investments on quoted shares are not substantial.

However, the risk of loss in value of the Group's quoted investments is minimised via proper assessment before making investments and continuous monitoring of the performance of the investments.

43 CAPITAL MANAGEMENT

The primary objective of the Group's capital management is to ensure that it maintains a strong credit rating and healthy capital ratios in order to support its business and maximise shareholder value.

The Group manages its capital structure and makes adjustments to it, in light of changes in economic conditions. To maintain or adjust the capital structure, the Group may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. No changes were made in the objectives, policies or processes during the years ended 30 April 2011 and 30 April 2010.

The Group monitors capital using a gearing ratio, which is debt divided by net equity funds. The Group and the Company include within debt, borrowings and medium term notes. The net equity funds are calculated as equity funds attributable to the owners of the parent less the treasury shares. The gearing ratios as at 30 April 2011 and 30 April 2010 were as follows:

	Note	Group		Company	
		2011 RM'000	2010 RM'000	2011 RM'000	2010 RM'000
Borrowings	23	–	450,000	–	380,000
Medium term notes	24	550,000	–	–	–
Debt		550,000	450,000	–	380,000
Net equity funds attributable to the owners of the parents		454,368	449,477	672,481	557,133
Gearing ratio		1.21	1.00	–	0.68

44 SEGMENT INFORMATION

(a) Business Segments :

30 April 2011

	Toto betting and leasing of lottery equipment RM'000	Others * RM'000	Inter- segment RM'000	Consolidated RM'000
Revenue				
External sales	3,407,612	25,604	–	3,433,216
Inter-segment sales	–	8,473	(8,473)	–
				3,433,216
Results				
Segment results	549,963	(2,175)	(3,329)	544,459
Unallocated corporate expenses				(10,209)
Profit before other income and expenses				534,250
Investment related income				2,196
Investment related expenses				(4,153)
Other income				13,263
Finance costs				(35,821)
Share of results of associated companies				(1,333)
Profit before tax				508,402
Income tax expense				(150,961)
Profit for the year				357,441
Non-controlling interests				(7,680)
Profit attributable to equity holders of the Company				349,761
Assets				
Segment assets	1,974,174	182,654	(748,427)	1,408,401
Investment in equity method of associated companies				2,238
Unallocated corporate assets				35,669
Consolidated total assets				1,446,308
Liabilities				
Segment liabilities	424,792	166,946	(282,006)	309,732
Unallocated corporate liabilities				658,485
Consolidated total liabilities				968,217
Other information				
Capital expenditures	22,139	47,482	(3,731)	65,890
- Unallocated corporate expenses				340
				66,230
Depreciation and amortisation	17,996	2,852	–	20,848
- Unallocated corporate expenses				992
				21,840
Impairment losses	–	3,979	–	3,979
Other non-cash expenses	539	1,419	–	1,958

Notes to the Financial Statements

30 April 2011

44 SEGMENT INFORMATION (CONT'D.)

(a) Business Segments (Cont'd.)

30 April 2010

	Toto betting and leasing of lottery equipment RM'000	Others * RM'000	Inter- segment RM'000	Consolidated RM'000
Revenue				
External sales	3,374,145	18,665	–	3,392,810
Inter-segment sales	–	12,017	(12,017)	–
				<u>3,392,810</u>
Results				
Segment results	581,708	(1,691)	(5,368)	574,649
Unallocated corporate expenses				<u>(13,156)</u>
Profit before other income and expenses				561,493
Investment related income				4,952
Investment related expenses				(40)
Other income				7,183
Finance costs				(25,388)
Share of results of associated companies				<u>(12)</u>
Profit before tax				548,188
Income tax expense				<u>(159,710)</u>
Profit for the year				388,478
Non-controlling interests				<u>(4,974)</u>
Profit attributable to equity holders of the Company				<u>383,504</u>
Assets				
Segment assets	1,594,638	135,360	(548,843)	1,181,155
Investment in equity method of associated companies	24	3,547	–	3,571
Unallocated corporate assets				<u>46,858</u>
Consolidated total assets				<u>1,231,584</u>
Liabilities				
Segment liabilities	354,987	165,132	(241,392)	278,727
Unallocated corporate liabilities				<u>488,306</u>
Consolidated total liabilities				<u>767,033</u>
Other information				
Capital expenditures	14,408	4,797	(1,633)	17,572
- Unallocated corporate expenses				<u>51</u>
				17,623
Depreciation and amortisation	16,440	1,221	–	17,661
- Unallocated corporate expenses				<u>995</u>
				18,656
Impairment losses	–	40	–	40
Other non-cash expenses	4,250	384	–	4,634
- Unallocated corporate expenses				<u>4</u>
				4,638

44 SEGMENT INFORMATION (CONT'D.)

(b) Geographical Segments:

Total Revenue From External Customers

	Group	
	2011 RM'000	2010 RM'000
Malaysia	3,285,471	3,277,701
Others	147,745	115,109
	3,433,216	3,392,810

Segment Assets

	Group	
	2011 RM'000	2010 RM'000
Malaysia	1,104,456	944,724
Others	303,954	236,455
Unallocated corporate assets	37,898	50,405
	1,446,308	1,231,584

Capital Expenditures

	Group	
	2011 RM'000	2010 RM'000
Malaysia	14,052	11,982
Others	51,838	5,590
Unallocated corporate expenses	340	51
	66,230	17,623

Segment information is presented in respect of the Group's business segments.

Unallocated corporate items refer to items relating to investing or financing activities and items that cannot be reasonably allocated to individual segments.

Other non-cash items mainly include unrealised loss on foreign exchange, write-off of property, plant and equipment, inventories written down, provision for sales warranty and allowance for doubtful debts.

Inter-segment transactions / items are eliminated on consolidation.

Capital expenditure consists of additions of property, plant and equipment, intangible assets and investment properties.

* Other business segments include property investment and development and investment holding, manufacture and distribution of computerised lottery and voting systems, operation of hotel as well as operation of health and fitness centre, none of which are of a sufficient size to be reported separately.

Notes to the Financial Statements

30 April 2011

45 SIGNIFICANT EVENT DURING THE FINANCIAL YEAR

On 23 June 2010, the Company announced that its wholly-owned subsidiary company, Sports Toto Malaysia Sdn Bhd ("STM") proposed to undertake a medium term note ("MTN") Programme of up to RM800.0 million in nominal value and has received the approval of the Securities Commission. STM has appointed Maybank Investment Bank Berhad as the Principal Adviser, Lead Arranger and Joint Lead Managers together with AmInvestment Bank Berhad.

The MTN Programme is akin to a revolving credit facility where-in the tenure for the MTNs shall be above one year and up to ten years as STM may select in consultation with the Joint Lead Managers.

The issuance of the MTNs of RM500.0 million was completed on 30 June 2010 and the proceeds was principally utilised to refinance the Group's bank borrowings and for working capital. The tenures of issue are RM150.0 million for 3 years, RM200.0 million for 5 years and RM150.0 million for 7 years.

On 11 October 2010, STM further issued additional MTNs of RM50.0 million and the proceeds was utilised for working capital. The tenure of issue is for 6 years.

46 COMPARATIVES

Certain comparative figures have been reclassified and restated upon adoption of FRS 117: Leases.

	As previously reported RM'000	Note 2.3 FRS 117 Amount reclassified RM'000	As restated RM'000
Group			
Statement of Financial Position			
Prepaid land lease payments	2,667	(2,667)	–
Receivables (Note 11)	101,737	(38)	101,699
Property, plant and equipment (Note 3)	93,996	2,705	96,701
Income Statement			
Depreciation (Notes 3 and 30)	18,486	38	18,524
Amortisation of prepaid land lease payments (Note 30)	38	(38)	–

47 SUPPLEMENTARY INFORMATION - BREAKDOWN OF RETAINED EARNINGS INTO REALISED AND UNREALISED

On 25 March 2010, Bursa Malaysia Securities Berhad ("Bursa Malaysia") issued a directive to all listed issuers pursuant to Paragraphs 2.06 and 2.23 of Bursa Malaysia Main Market Listing Requirements. The directive requires all listed issuers to disclose the breakdown of the unappropriated profits or accumulated losses as at the end of the reporting period, into realised and unrealised profits or losses.

On 20 December 2010, Bursa Malaysia further issued another directive on the disclosure and the prescribed format of presentation.

The breakdown of the retained earnings of the Group and of the Company as at 30 April 2011, into realised and unrealised profits, pursuant to the directive, is as follows:

	Group RM'000	Company RM'000
As at 30 April 2011		
Total retained earnings		
- Realised	536,982	595,045
- Unrealised	28,700	(326)
	565,682	594,719
Total share of accumulated losses from associated companies:		
- Realised	(5,253)	-
Less: Consolidation adjustments	(218,583)	-
Total retained earnings as per financial statements	341,846	594,719

The determination of realised and unrealised profits is based on the Guidance of Special Matter No.1, Determination of Realised and Unrealised Profits or Losses in the context of Disclosure Pursuant to Bursa Malaysia Securities Berhad Listing Requirements, issued by Malaysian Institute of Accountants on 20 December 2010.

List of Properties

For the year ended 30 April 2011

Location	Tenure	Date of Acquisition	Age of Building	Size	Description/ Existing Use	Fair Value RM'000	Net Book Value RM'000
Lot 174 TS 18 North East District, Penang (74, 76 & 78 Rope Walk, Penang)	Freehold	30.08.1990	71 yrs	4,826 sq. ft.	3 units of 2-storey shophouse - vacant	900	N/A
Estimate 100 meter off-shore of Berjaya Langkawi Resort situated in accordance with GPS at 6 21.634 N and 99 39.639 E	Leasehold	11.11.1999	11 yrs	5,429 sq. ft.	Restaurant premise for rental	1,800	N/A
Berjaya Times Square 11th Floor No. 1, Jalan Imbi 55100 Kuala Lumpur	Freehold (Strata title)	06.01.1998	8 yrs	106,027 sq. ft.	One floor of office space of an integrated commercial development for rental	62,056	N/A
Lot SL-012 & 013 Sri Pelangi Shoplot Ground Floor, Block C Jalan Genting Klang, Setapak 53300 Kuala Lumpur	Freehold	12.12.1992	17 yrs	3,187 sq. ft.	2 units of ground floor shoplot - 2 units for rental	1,350	N/A
Lots 335 & 336 Mukim Kuala Kuantan Astana Golf Resort, KM 7, Bandar Indera Mahkota, 25300 Kuantan, Pahang Darul Makmur	Leasehold 99 years expiring on 10 Sept 2092	18.12.1992	-	16,414 sq. ft.	2 bungalow lots - vacant	230	N/A
A171 Sri Dagangan Business Centre Jalan Tun Ismail 25100 Kuantan, Pahang Darul Makmur	Freehold	26.09.1992	17 yrs	4,149 sq. ft.	1 unit of 3-storey shop/office - 2 floors for sales office/service centre and 1 floor for rental	850	N/A
A173 Sri Dagangan Business Centre Jalan Tun Ismail 25100 Kuantan, Pahang Darul Makmur	Freehold	26.09.1992	17 yrs	4,290 sq. ft.	1 unit of 3-storey shop/office - 2 floors for rental and 1 floor vacant	N/A	288
Lot 367, Section 11, Kuching Town Land District, Jalan Kulas, 93400 Kuching Sarawak	Freehold	28.03.1994	18 yrs	4,676 sq. ft.	1 unit of 4-storey shophouse - 3 floors for rental and 1 floor vacant	1,200	N/A
Lot 19, Bornion Commercial Centre 88100 Luyang Kota Kinabalu Sabah	Leasehold 999 years expiring on 15 May 2915	24.12.1994	18 yrs	3,750 sq. ft.	1 unit of 3-storey shoplot - 2 floors for sales office and 1 floor vacant	N/A	434

List of Properties

For the year ended 30 April 2011

Location	Tenure	Date of Acquisition	Age of Building	Size	Description/ Existing Use	Fair Value RM'000	Net Book Value RM'000
24, Jalan SS2/66, 47300 Petaling Jaya Selangor Darul Ehsan	Freehold	30.12.1994	39 yrs	5,040 sq. ft.	1 unit of 3-storey shophouse for rental	2,800	N/A
No. 14, Sri Desa Entrepreneur's Park Jalan Kuchai Lama 58200 Kuala Lumpur	Freehold	23.11.1995	13 yrs	6,760 sq. ft.	1 unit of 5-storey shopoffice - 4 floors for rental and 1 floor vacant	1,660	N/A
Kim's Park Business Centre No. 1, Jalan Penjaja 3/A Batu Pahat Johor Darul Takzim	Freehold	15.06.1998	12 yrs	6,943 sq. ft.	1 unit of 3-storey shopoffice - 1 floor for sales office and 2 floors vacant	N/A	697
H.S. (D) 10222, P.T. No. 10961 Bentong Pahang Darul Makmur	Leasehold 99 years expiring on 4 May 2094	23.12.1999	-	119,845 sq. ft.	Vacant land	2,350	N/A
No. A5-1, Meranti Park Apartments Jalan BTR 1/5, Bukit Tinggi Resort 28750 Bentong Pahang Darul Makmur	Leasehold 99 years expiring on 4 May 2094	08.09.2005	12 yrs	949 sq. ft.	1 unit of apartment for rental	190	N/A
No. PHA-3, Meranti Park Apartments Jalan BTR 1/5, Bukit Tinggi Resort 28750 Bentong Pahang Darul Makmur	Leasehold 99 years expiring on 4 May 2094	08.09.2005	12 yrs	1,465 sq. ft.	1 unit of apartment for rental	290	N/A
12, Jalan 4/91A, Shamelin Perkasa, 56100 Kuala Lumpur	Leasehold 99 years expiring on 11 Sept 2082	18.06.2007	16 yrs	11,950 sq. ft.	1 unit of 3-storey semi detached factory lot - logistic, field supportand central sales office	N/A	3,722
Unit No. 5.5, 5th Floor, Apartment Block, Plaza Berjaya, No. 12, Jalan Imbi, 55100 Kuala Lumpur	Freehold	03.08.2009	25 yrs	1,079 sq. ft.	1 unit of apartment for rental	290	N/A
Suite No. 7F, 7th Floor, Office Block, Plaza Berjaya, No. 12, Jalan Imbi, 55100 Kuala Lumpur	Freehold	03.08.2009	25 yrs	738 sq. ft.	Office space for rental	310	N/A
No. 44, Jalan Kapar 41400 Klang, Selangor	Leasehold 99 years expiring on 9 Dec 2058	10.06.2010	27 yrs	3,650 sq. ft.	1 unit of double storey shophouse - 1 floor sales office and 1 floor for rental	N/A	549

List of Properties

For the year ended 30 April 2011

Location	Tenure	Date of Acquisition	Age of Building	Size	Description/ Existing Use	Fair Value RM'000	Net Book Value RM'000
No. 25, Jalan 11/48A, Sentul Raya Boulevard, Off Jalan Sentul, Sentul, 51000 Kuala Lumpur	Freehold	16.08.2010	15 yrs	10,080 sq. ft.	1 unit of 6-storey shopoffice for rental	4,500	N/A
7835 Makati Avenue corner Eduque Street Makati City, Philippines 1209	Freehold	4.12.2009	10 yrs	586 sq. m.	Hotel - 179 guest rooms	N/A	44,926

N/A denotes Not Applicable

REVALUATION POLICY

The Group does not adopt a policy of regular revaluation of its properties except for investment properties which are stated at fair value.

Material Contracts

Other than as disclosed in Notes 30, 39 and 40 of the financial statements for the financial year ended 30 April 2011, neither Berjaya Sports Toto Berhad nor any its subsidiaries has entered into any material contracts involving Directors and major shareholders.

Additional Information

The amount of non-audit fees incurred for services rendered to the Group by the Company's auditors, or a firm affiliated to the auditors' firm, for the financial year ended 30 April 2011 amounted to RM208,000 (2010 : RM61,000).

Recurrent Related Party Transactions of Revenue Nature

The aggregate value of transactions conducted pursuant to shareholders' mandate were as follows :

Related parties	Nature of transaction	Name of companies	Amount transacted during the financial year (RM'000)
Berjaya Corporation Berhad and/or its unlisted subsidiary companies			
Berjaya Corporation Berhad	Management fees payable for services rendered that include, inter-alia, the provision of finance, secretarial and general administrative services	Berjaya Sports Toto Berhad	720
Berjaya Education Sdn Bhd	Receipt of education and staff training services	Sports Toto Malaysia Sdn Bhd Berjaya Sports Toto Berhad	26
Berjaya Registration Services Sdn Bhd	Receipt of share registration services	Berjaya Sports Toto Berhad	491
Berjaya Higher Education Sdn Bhd	Rental income for renting of partially furnished floor space at part of Level 11, Berjaya Times Square	Magna Mahsuri Sdn Bhd	(2,204)
Ambilan Imej Sdn Bhd	for renting of office at part of Level 12, Berjaya Times Square	Berjaya Sports Toto Berhad	1,824
Inter-Pacific Trading Sdn Bhd	Purchase of stationery products	Berjaya Sports Toto Berhad Sports Toto Malaysia Sdn Bhd	85
Berjaya Hills Berhad	income for renting of Meranti Park Apartment at Bukit Tinggi Resort, Bukit Tinggi, Pahang.	FEAB Properties Sdn Bhd	(12)
Graphic Press Group Sdn Bhd	Procurement of Toto betting slips printing services	Sports Toto Malaysia Sdn Bhd	11,485
Berjaya Land Berhad and/or its unlisted subsidiary companies			
Berjaya Guard Services Sdn Bhd	Receipt of security guard services	Sports Toto Malaysia Sdn Bhd	2,895
Berjaya Langkawi Beach Resort Sdn Bhd	Rental of villa at Berjaya Langkawi Resort	Berjaya Sports Toto Berhad	180
	Rental income for renting restaurant premise	FEAB Properties Sdn Bhd	(102)
Nada Embun Sdn Bhd	Rental for renting of office premises at part of Level 13, Berjaya Times Square	Berjaya Sports Toto Berhad Sports Toto Malaysia Sdn Bhd	1,599
Berjaya Hospitality Services Sdn Bhd	Rental for renting of function rooms at Berjaya Times Square Hotel	Sports Toto Malaysia Sdn Bhd	297
Berjaya Air Sdn Bhd	Dry lease charges for aircraft leasing facilities	Sports Toto Malaysia Sdn Bhd	960

Recurrent Related Party Transactions of Revenue Nature

Related parties	Nature of transaction	Name of companies	Amount transacted during the financial year (RM'000)
Berjaya Assets Berhad and/or its unlisted subsidiary companies			
Natural Avenue Sdn Bhd	Supply of computerised lottery systems and related services	International Lottery & Totalizator Systems, Inc.	250
Berjaya Times Square Sdn Bhd	Parking charges	Sports Toto Malaysia Sdn Bhd Berjaya Sports Toto Berhad Sports Toto Computer Sdn Bhd	360
	Rental for renting of office at 09-51, 09-53 & 09-56, 9th Floor, Berjaya Times Square	Sports Toto Computer Sdn Bhd	56
Berjaya Media Berhad and/or its unlisted subsidiary companies			
Sun Media Corporation Sdn Bhd	Procurement of promotion, advertising and publishing services	Berjaya Sports Toto Berhad Sports Toto Malaysia Sdn Bhd Sports Toto Fitness Sdn Bhd	1,007
Cosway Corporation Limited and/or its unlisted subsidiary company			
Stephen Properties Sdn Bhd	Rental for renting of storage areas	Berjaya Sports Toto Berhad	4
Kimia Suchi Marketing Sdn Bhd	Purchase of cleaning chemical products and toiletries	Sports Toto Fitness Sdn Bhd	10
Other related parties			
Qinetics Solutions Berhad	Purchase of hardware, software and network equipment	Sports Toto Malaysia Sdn Bhd Berjaya Sports Toto Berhad Sports Toto Fitness Sdn Bhd	386
	Receipt of software development and implementation services	Sports Toto Malaysia Sdn Bhd	952
	Procurement of e-newsletter, website development and maintenance services	Sports Toto Malaysia Sdn Bhd	17
Dunia Prestasi Auto Sdn Bhd	Purchase of motor vehicles, component parts and other related products and services	Sports Toto Malaysia Sdn Bhd	6,269
U Mobile Sdn Bhd	Rental income from renting office at part of Level 11, Berjaya Times Square	Magna Mahsuri Sdn Bhd	(1,096)
Roda Indah Sdn Bhd	Purchase of motor vehicles, component parts and other related products and services	Sports Toto Malaysia Sdn Bhd	15
Biofield Sdn Bhd	Rental of shoplot at Level 6, Berjaya Times Square	Sports Toto Fitness Sdn Bhd	442

Statement of Directors' Shareholdings

As at 19 August 2011

THE COMPANY

	Number of ordinary shares of RM0.10 each			
	Direct Interest	%	Deemed Interest	%
Tan Sri Datuk Seri Utama Thong Yaw Hong	577,500	0.04	250,000 327,856*	0.02 0.02
Dato' Robin Tan Yeong Ching	828,000	0.06	–	–
Chan Kien Sing	3,428	0.00	–	–
Freddie Pang Hock Cheng	390,000	0.03	162,066*	0.01
Rayvin Tan Yeong Sheik	214,000	0.02	–	–
Seow Swee Pin	50,000	0.00	7,500*	0.00
Dickson Tan Yong Loong	–	–	–	–
Mohamed Saleh Bin Gomu	–	–	–	–
Datuk Robert Yong Kuen Loke	1,956,857	0.15	–	–

HOLDING COMPANY

BERJAYA LAND BERHAD

	Number of ordinary shares of RM0.50 each			
	Direct Interest	%	Deemed Interest	%
Tan Sri Datuk Seri Utama Thong Yaw Hong	175,000	0.00	1,140,000 585,000*	0.02 0.01
Dato' Robin Tan Yeong Ching	600,000	0.01	–	–
Freddie Pang Hock Cheng	160,000	0.00	4,000*	0.00
Datuk Robert Yong Kuen Loke	360,808	0.01	–	–

ULTIMATE HOLDING COMPANY

BERJAYA CORPORATION BERHAD

	Number of ordinary shares of RM1.00 each			
	Direct Interest	%	Deemed Interest	%
Tan Sri Datuk Seri Utama Thong Yaw Hong	156,794	0.00	299,405 205,000*	0.01 0.00
Dato' Robin Tan Yeong Ching	722,847	0.02	5,000*	0.00
Chan Kien Sing	47,688	0.00	–	–
Freddie Pang Hock Cheng	217,388	0.01	143,300*	0.00
Rayvin Tan Yeong Sheik	316,000	0.01	–	–
Datuk Robert Yong Kuen Loke	1,020,548	0.02	–	–

	Number of 0% Irredeemable Convertible Unsecured Loan Stocks 2005/2015 of RM0.50 nominal value each			
	Direct Interest	%	Deemed Interest	%
Dato' Robin Tan Yeong Ching	–	–	300,000	0.04
Rayvin Tan Yeong Sheik	385,000	0.06	–	–
Datuk Robert Yong Kuen Loke	741	0.00	–	–

Statement of Directors' Shareholdings

30 April 2011

RELATED COMPANIES:-

COSWAY CORPORATION LIMITED

	Number of ordinary shares of HKD0.20 each			
	Direct Interest	%	Deemed Interest	%
Dato' Robin Tan Yeong Ching	–	–	1,300,000*	0.03
Rayvin Tan Yeong Sheik	221,706,972	4.70	–	–

	Number of ordinary shares of HKD0.20 each under the Share Option Scheme			
	Direct Interest	%	Deemed Interest	%
Rayvin Tan Yeong Sheik	500,000	0.01	–	–

	In principal amount of 1.0%-3.5% Irredeemable Convertible Unsecured Loan Securities 2009/2019			
	Direct Interest HKD	%	Deemed Interest HKD	%
Rayvin Tan Yeong Sheik	45,450,000	2.85	–	–

BERJAYA FOOD BERHAD

	Number of ordinary shares of RM0.50 each			
	Direct Interest	%	Deemed Interest	%
Dato' Robin Tan Yeong Ching	150,000	0.11	–	–

	Number of ordinary shares of RM0.50 each under the Employees' Share Option Scheme			
	Direct Interest	%	Deemed Interest	%
Dato' Robin Tan Yeong Ching	950,000	0.67	–	–

* Indirect interests held pursuant to Section 134(12)(c) of the Companies Act, 1965.

Save as disclosed, none of the Directors of the Company had any interests in the shares and debentures of the Company or its related corporations as at 19 August 2011.

Statistics on Shareholdings

As at 19 August 2011

ANALYSIS OF SHAREHOLDINGS

Size of Shareholdings	No. of Shareholders	Percentage	No. of Shares	Percentage
less than 100	1,933	4.41%	76,535	0.01%
100 - 1,000	6,309	14.39%	4,773,755	0.36%
1,001 - 10,000	29,268	66.77%	95,870,960	7.17%
10,001 - 100,000	5,769	13.16%	141,936,209	10.61%
100,001 - 66,874,999	554	1.26%	956,368,091	71.50%
66,875,000* and above	2	0.01%	138,474,450	10.35%
Total	43,835	100.00%	1,337,500,000	100.00%

Note:

There is only one class of shares in the paid-up capital of the Company. Each share entitles the holder to one vote.

* Denotes 5% of the total number of shares with voting rights in issue.

LIST OF THIRTY (30) LARGEST SHAREHOLDERS as at 19 August 2011

Name Of Shareholders	No. Of Shares	(%)
1 Amsec Nominees (Tempatan) Sdn Bhd <i>Pledged Securities Account - Ambank (M) Berhad For Gateway Benefit Sdn Bhd</i>	70,474,450	5.27
2 CIMB Group Nominees (Tempatan) Sdn Bhd <i>Pledged Securities Account For Gateway Benefit Sdn Bhd (BLB CBANK-GP 4)</i>	68,000,000	5.08
3 Malaysia Nominees (Tempatan) Sendirian Berhad <i>Pledged Securities Account For Gateway Benefit Sdn Bhd (01-00808-014)</i>	50,000,000	3.74
4 Cartaban Nominees (Asing) Sdn Bhd <i>Exempt An For Bank Sarasin-Rabo (Asia) Limited (AC Client FRGN)</i>	38,221,500	2.86
5 Amsec Nominees (Tempatan) Sdn Bhd <i>Pledged Securities Account - Ambank (M) Berhad For Berjaya Corporation Berhad</i>	34,678,100	2.59
6 ECML Nominees (Tempatan) Sdn Bhd <i>Pledged Securities Account For Berjaya Corporation Berhad (001)</i>	34,570,000	2.58
7 Mayban Nominees (Tempatan) Sdn Bhd <i>Pledged Securities Account For Bizurai Bijak (M) Sdn Bhd (014011124705)</i>	32,305,700	2.42
8 Citigroup Nominees (Tempatan) Sdn Bhd <i>Exempt An For American International Assurance Berhad</i>	31,566,814	2.36
9 Malaysia Nominees (Tempatan) Sendirian Berhad <i>Pledged Securities Account For Berjaya Land Berhad (01-00808-013)</i>	30,000,000	2.24
10 Scotia Nominees (Tempatan) Sdn Bhd <i>Pledged Securities Account For B.L. Capital Sdn Bhd</i>	28,800,000	2.15
11 Mayban Securities Nominees (Tempatan) Sdn Bhd <i>Exempt An For UOB Kay Hian Pte Ltd (A/C Clients)</i>	27,217,321	2.03
12 Cartaban Nominees (Asing) Sdn Bhd <i>Exempt An For State Street Bank & Trust Company (West CLT OD67)</i>	25,083,087	1.88
13 Berjaya Land Berhad	23,051,183	1.72
14 Malaysia Nominees (Tempatan) Sendirian Berhad <i>Great Eastern Life Assurance (Malaysia) Berhad (PAR 1)</i>	20,770,578	1.55
15 RHB Capital Nominees (Tempatan) Sdn Bhd <i>Pledged Securities Account For Berjaya Land Bhd (GBSB681143)</i>	20,214,285	1.51
16 Scotia Nominees (Tempatan) Sdn Bhd <i>Pledged Securities Account For Berjaya Land Berhad</i>	16,950,000	1.27
17 CIMB Group Nominees (Tempatan) Sdn Bhd <i>Pledged Securities Account For Berjaya Land Berhad (CB-Group4)</i>	15,000,000	1.12

Statistics on Shareholdings

As at 19 August 2011

LIST OF THIRTY (30) LARGEST SHAREHOLDERS as at 19 August 2011

Name Of Shareholders	No. Of Shares	(%)
18 Cartaban Nominees (Asing) Sdn Bhd <i>SSBT Fund 9P13 For Thornburg Investment Income Builder Fund</i>	14,600,000	1.09
19 EB Nominees (Tempatan) Sendirian Berhad <i>Pledged Securities Account For Gateway Benefit Sdn Bhd (BBB4-GBSB)</i>	14,400,000	1.08
20 RHB Capital Nominees (Tempatan) Sdn Bhd <i>Pledged Securities Account For Berjaya Land Bhd (681124)</i>	12,600,000	0.94
21 HSBC Nominees (Asing) Sdn Bhd <i>BBH And Co Boston For Vanguard Emerging Markets Stock Index Fund</i>	12,516,196	0.94
22 CIMB Group Nominees (Tempatan) Sdn Bhd <i>Pledged Securities Account For Berjaya Land Berhad (50002 JTRK)</i>	11,725,544	0.88
23 Gateway Benefit Sdn Bhd	11,381,576	0.85
24 HSBC Nominees (Asing) Sdn Bhd <i>BBH And Co Boston For PCA Asia Oceania High Dividend Equity Mother Fund (MTBJ)</i>	11,161,692	0.83
25 Citigroup Nominees (Tempatan) Sdn Bhd <i>Exempt An For Prudential Fund Management Berhad</i>	10,704,585	0.80
26 ABB Nominee (Tempatan) Sdn Bhd <i>Pledged Securities Account For Gateway Benefit Sdn Bhd (GBSB RC1/RC2)</i>	9,658,571	0.72
27 ABB Nominee (Tempatan) Sdn Bhd <i>Pledged Securities Account For Gateway Benefit Sdn Bhd (BLCAP RC2)</i>	8,650,000	0.65
28 ABB Nominee (Tempatan) Sdn Bhd <i>Pledged Securities Account For Berjaya Land Berhad (ICSB RC2)</i>	8,640,000	0.65
29 BBL Nominees (Tempatan) Sdn Bhd <i>Gateway Benefit Sdn Bhd</i>	8,371,429	0.63
30 EB Nominees (Tempatan) Sendirian Berhad <i>Pledged Securities Account For Berjaya Land Bhd (BBB)</i>	7,982,142	0.60
	709,294,753	53.03

LIST OF SUBSTANTIAL SHAREHOLDERS as at 19 August 2011

Names of Substantial Shareholder	Direct		Indirect	
	No. of Shares	%	No. of Shares	%
Gateway Benefit Sdn Bhd	304,017,721	22.73	–	–
Berjaya Land Berhad	217,497,273	16.26	348,718,148(a)	26.07
Teras Mewah Sdn Bhd	–	–	566,215,421(b)	42.33
Juara Sejati Sdn Bhd	–	–	575,607,562(c)	43.04
Berjaya Group Berhad	–	–	633,457,762(d)	47.36
Berjaya Corporation Berhad	70,748,100	5.29	633,457,762(e)	47.36
Tan Sri Dato' Seri Vincent Tan Chee Yioun	9,411,980	0.70	711,131,210(f)	53.17

Notes:

- Deemed interested by virtue of its 100% interests in Gateway Benefit Sdn Bhd, Immediate Capital Sdn Bhd and B.L. Capital Sdn Bhd.
- Deemed interested by virtue of its interest in Berjaya Land Berhad.
- Deemed interested by virtue of its interest in Berjaya Land Berhad and its deemed interests in Prime Credit Leasing Sdn Bhd, Inter-Pacific Securities Sdn Bhd and Inter-Pacific Capital Sdn Bhd.
- Deemed interested by virtue of its 100% interests in Bizurai Bijak (M) Sdn Bhd, Teras Mewah Sdn Bhd and Juara Sejati Sdn Bhd.
- Deemed interested by virtue of its 100% interest in Berjaya Group Berhad.
- Deemed interested by virtue of his interest in Berjaya Corporation Berhad, B & B Enterprise Sdn Bhd and his deemed interest in Premier Merchandise Sdn Bhd and Desiran Unggul Sdn Bhd.

Notice of Annual General Meeting

NOTICE IS HEREBY GIVEN THAT the Annual General Meeting of Berjaya Sports Toto Berhad will be held at Dewan Berjaya, Bukit Kiara Equestrian & Country Resort, Jalan Bukit Kiara, Off Jalan Damansara, 60000 Kuala Lumpur on Thursday, 20 October 2011 at 10.00 a.m. for the following purposes:-

AGENDA

1. To receive and adopt the audited financial statements of the Company for the year ended 30 April 2011 and the Directors' and Auditors' Reports thereon. **RESOLUTION 1**
2. To approve the payment of Directors' fees amounting to RM135,000 for the year ended 30 April 2011. **RESOLUTION 2**
3. To re-elect the following Directors retiring pursuant to Article 98(A) of the Company's Articles of Association:-
 - a) Dato' Robin Tan Yeong Ching **RESOLUTION 3**
 - b) Seow Swee Pin **RESOLUTION 4**
4. To re-elect the Director, Dickson Tan Yong Loong, who retires pursuant to Article 98(E) of the Company's Articles of Association. **RESOLUTION 5**
5. To re-appoint Tan Sri Datuk Seri Utama Thong Yaw Hong as a Director of the Company and to hold office until the conclusion of the next Annual General Meeting of the Company pursuant to Section 129(6) of the Companies Act, 1965. **RESOLUTION 6**
6. To re-appoint Messrs Ernst & Young as Auditors and to authorise the Directors to fix their remuneration. **RESOLUTION 7**
7. As special business:-
 - a) To consider and, if thought fit, pass the following Ordinary Resolutions :-
 - (i) **Authority to Issue and Allot Shares Pursuant to Section 132D of the Companies Act, 1965**

"That, subject always to the Companies Act, 1965, the Articles of Association of the Company and the approvals of the relevant governmental/regulatory authorities, the Directors be and are hereby empowered, pursuant to Section 132D of the Companies Act, 1965, to issue and allot shares in the Company from time to time and upon such terms and conditions and for such purposes as the Directors may deem fit provided that the aggregate number of shares issued pursuant to this resolution does not exceed 10% of the issued share capital of the Company for the time being and that such authority shall continue to be in force until the conclusion of the next Annual General Meeting of the Company."

RESOLUTION 8
 - (ii) **Proposed Renewal of and New Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature**

"That, subject to the provisions of the Bursa Malaysia Securities Berhad's Main Market Listing Requirements, approval be and is hereby given for the Company and its subsidiary companies, to enter into recurrent related party transactions of a revenue or trading nature with the related parties as specified in Section 2.3 of the Circular to Shareholders dated 28 September 2011 ("Proposed Mandate") which are necessary for the day-to-day operations and/or in the ordinary course of business of the Company and its subsidiary companies on terms not more favourable to the related parties than those generally available to the public and are not detrimental to the minority shareholders of the Company and that such approval shall continue to be in force until:-

Notice of Annual General Meeting

- (i) the conclusion of the next Annual General Meeting (“AGM”) of the Company following the forthcoming AGM at which the ordinary resolution for the Proposed Mandate will be passed, at which time it will lapse, unless by a resolution passed at a general meeting, the authority is renewed;
- (ii) the expiration of the period within which the next AGM after the date it is required to be held pursuant to Section 143 (1) of the Companies Act, 1965 (but shall not extend to such extension as may be allowed pursuant to Section 143 (2) of the Companies Act, 1965); or
- (iii) revoked or varied by resolution passed by the shareholders at a general meeting;

whichever is the earlier;

And Further That authority be and is hereby given to the Directors of the Company and its subsidiary companies to complete and do all such acts and things (including executing such documents as may be required) to give effect to such transactions as authorised by this Ordinary Resolution.”

RESOLUTION 9

(iii) Proposed Renewal of Authority to Purchase Its Own Shares by the Company

“THAT, subject always to the Companies Act, 1965, (“Act”), rules, regulations and orders made pursuant to the Act, provisions of the Company’s Memorandum and Articles of Association and Bursa Malaysia Securities Berhad (“Exchange”) Main Market Listing Requirements and any other relevant authority, the Directors of the Company be and are hereby authorised to purchase such number of ordinary shares of RM0.10 each in the Company (“BToto Shares”) through the Exchange and to take all such steps as are necessary (including the opening and maintaining of a central depositories account under the Securities Industry (Central Depositories) Act, 1991) and enter into any agreements, arrangements and guarantees with any party or parties to implement, finalise and give full effect to the aforesaid purchase with full powers to assent to any conditions, modifications, revaluations, variations and/or amendments (if any) as may be imposed by the relevant authorities from time to time and to do all such acts and things in the best interests of the Company, subject further to the following:-

1. the maximum number of ordinary shares which may be purchased and held by the Company shall be equivalent to ten per centum (10%) of the total issued and paid-up share capital of the Company inclusive of the 13,530,072 BToto Shares already purchased and retained as treasury shares;
2. the maximum funds to be allocated by the Company for the purpose of purchasing the ordinary shares shall not exceed the total retained profit or share premium reserve of the Company or both;
3. the authority shall commence immediately upon passing of this resolution until:-
 - (a) the conclusion of the next annual general meeting of the Company following the general meeting at which such resolution was passed at which time it will lapse unless by ordinary resolution passed at that meeting, the authority is renewed, either unconditionally or subject to conditions; or
 - (b) the expiration of the period within which the next annual general meeting after that date is required by law to be held; or
 - (c) revoked or varied by ordinary resolution passed by the shareholders in general meeting;

whichever occurs first;

Notice of Annual General Meeting

AND THAT upon completion of the purchase(s) of the BToto Shares or any part thereof by the Company, the Directors of the Company be and are hereby authorised to deal with any BToto Shares so purchased by the Company in the following manner :-

- (a) cancel all the BToto Shares so purchased; or
- (b) retain all the BToto Shares as treasury shares for future re-sale or for distribution as dividend to the shareholders of the Company; or
- (c) retain part thereof as treasury shares and subsequently cancelling the balance; or
- (d) any other manner as prescribed by the Act, rules, regulations and orders made pursuant to the Act and the requirements of the Exchange and any other relevant authority for the time being in force."

RESOLUTION 10

By Order of the Board

SU SWEE HONG
Secretary

Kuala Lumpur
28 September 2011

NOTES:

(A) APPOINTMENT OF PROXY

1. A member entitled to attend and vote at the meeting is entitled to appoint one (1) proxy only to attend and vote in his stead. A proxy may but need not be a member of the Company.
2. A member of the Company who is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991 may appoint one (1) proxy in respect of each securities account.
3. The instrument appointing a proxy, shall be in writing under the hand of the appointor or his attorney duly authorised in writing, and in the case of a corporation, it must be executed either under its common seal, if any, and, if none, then under the hand of some officer duly authorised in that behalf.
4. The instrument appointing a proxy must be deposited at the Company's Registered Office, Lot 13-01A, Level 13 (East Wing), Berjaya Times Square, No.1 Jalan Imbi, 55100 Kuala Lumpur not less than forty-eight (48) hours before the time appointed for holding the meeting or at any adjournment thereof.

may deem fit and in the interest of the Company. This authority, unless revoked or varied by the Company in general meeting, will expire at the conclusion of the next Annual General Meeting of the Company.

As at the date of this Notice, no new shares in the Company were issued pursuant to the mandate granted to the Directors at the last Annual General Meeting held on 20 October 2010 and which will lapse at the conclusion of the Annual General Meeting.

The General Mandate will provide flexibility to the Company for any possible fund raising activities, including but not limited to further placing of shares, for purpose of funding future investment project(s), working capital and/or acquisitions.

(B) SPECIAL BUSINESS

- (i) Resolution 8 is proposed pursuant to Section 132D of the Companies Act, 1965 and if passed, will give the Directors of the Company, from the date of the above Annual General Meeting, authority to issue and allot shares not exceeding 10% of the existing issued and paid-up share capital of the Company for such purposes as the Directors

- (ii) Resolution 9 is in relation to the approval on the Shareholders' Mandate on Recurrent Related Party Transactions and if passed, will allow the Company and its subsidiaries to enter into Recurrent Related Party Transactions in accordance with paragraph 10.09 of the Bursa Malaysia Securities Berhad Main Market Listing Requirements. The explanatory notes on Resolution 9 are set out in Part A of the Circular/Statement to Shareholders dated 28 September 2011 attached to the Annual Report.

- (iii) Resolution 10 if passed will provide the mandate for the Company to buy back its own shares up to a limit of 10% of the issued and paid-up share capital of the Company. The explanatory notes on Resolution 10 are set out in Part B of the Circular/Statement to Shareholders dated 28 September 2011 attached to the Annual Report.

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BERJAYA SPORTS TOTO BERHAD
(Company No. 9109-K)

Form of Proxy

I/We _____
(Name in full)

I.C. or Company No. _____ CDS Account No. _____
(New and Old I.C. Nos.)

of _____
(Address)

being a member/members of BERJAYA SPORTS TOTO BERHAD hereby appoint:

_____ I.C. No. _____
(Name in full) (New and Old I.C. Nos.)

of _____
(Address)

or failing him/her, the Chairman of the meeting as my/our proxy to vote for me/us on my/our behalf, at the Annual General Meeting of the Company to be held at Dewan Berjaya, Bukit Kiara Equestrian & Country Resort, Jalan Bukit Kiara, Off Jalan Damansara, 60000 Kuala Lumpur on Thursday, 20 October 2011 at 10.00 a.m. or any adjournment thereof.

This proxy is to vote on the Resolutions set out in the Notice of the Meeting as indicated with an "X" in the appropriate spaces. If no specific direction as to voting is given, the proxy will vote or abstain from voting at his/her discretion.

	FOR	AGAINST
RESOLUTION 1 - To receive and adopt the Audited Financial Statements		
RESOLUTION 2 - To approve payment of Directors' Fees		
RESOLUTION 3 - To re-elect Dato' Robin Tan Yeong Ching as Director		
RESOLUTION 4 - To re-elect Seow Swee Pin as Director		
RESOLUTION 5 - To re-elect Dickson Tan Yong Loong as Director		
RESOLUTION 6 - To re-appoint Tan Sri Datuk Seri Utama Thong Yaw Hong as Director		
RESOLUTION 7 - To re-appoint Auditors		
RESOLUTION 8 - To approve authority to issue and allot shares		
RESOLUTION 9 - To renew and to seek shareholders' mandate for Recurrent Related Party Transactions		
RESOLUTION 10 - To approve the renewal of authority to purchase its own shares by the Company		

No. of shares held

Signature of Shareholder(s)

Dated this _____ day of _____, 2011

NOTES:

1. A member entitled to attend and vote at the meeting is entitled to appoint one (1) proxy only to attend and vote in his stead. A proxy may but need not be a member of the Company.
2. A member of the Company who is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991 may appoint one (1) proxy in respect of each securities account.
3. The instrument appointing a proxy, shall be in writing under the hand of the appointor or his attorney duly authorised in writing, and in the case of a corporation, it must be executed either under its common seal, if any, and, if none, then under the hand of some officer duly authorised in that behalf.
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Fold this flap for sealing

Affix
Stamp

THE COMPANY SECRETARY
BERJAYA SPORTS TOTO BERHAD
LOT 13-01A, LEVEL 13 (EAST WING)
BERJAYA TIMES SQUARE
NO. 1, JALAN IMBI
55100 KUALA LUMPUR

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1st fold here

Group Addresses

Sports Toto Malaysia Sdn Bhd

Lot 13-01, Level 13 (East Wing)
Berjaya Times Square
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55100 Kuala Lumpur
Tel : 03-2148 9888
Fax : 03-2141 9581
Email: webmaster@sportstoto.com.my

Berjaya Lottery Management (HK) Limited

Level 28, Three Pacific Place
1 Queen's Road East, Hong Kong
Tel : 852-2980 1620
Fax : 852-2956 2192

International Lottery & Totalizator Systems, Inc

2310 Cousteau Court
Vista (San Diego)
California 92081-8346
USA
Tel : 1 (760) 598 1655
Fax : 1 (760) 598 0219
Email: mktg@ilts.com
www.ilts.com

Berjaya Philippines Inc.

9th Floor, Rufino Pacific Tower
6784 Ayala Ave., cor V.A. Rufino Street, Makati City
Metro Manila, Philippines
Tel : 632-811 0668
Fax : 632-811 2293

The Company Secretary
Lot 13-01A, Level 13 (East Wing)
Berjaya Times Square
No. 1, Jalan Imbi
55100 Kuala Lumpur
Tel : 03-2149 1999
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